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Allweiss & Allweiss

Attorneys At Law

A Partnership of P.A.s

4020 Park Street North • Suite 202

St. Petersburg, Florida 33709

ALLEN P. ALLWEISS

MICHAEL D. ALLWEISS

Telephone (813) 384-5515

Teletax (813) 384-5202

February 16, 1995

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: MasForce, Inc.

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Dear Sir/Madam:

Enclosed please find MasForce, Inc.'s Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office. I have also enclosed a check in the amount of \$78.75 for your certificate and filing fees.

Should you have any questions or desire additional information, please do not hesitate to contact my office.

Sincerely,

ALLWEISS, & ALLWEISS

Michael D. Allweiss
Michael D. Allweiss

FILED
95 FEB 20 2 04
DEPT. OF STATE
TALLAHASSEE, FLORIDA

MDA/mls

Encls.

cc: Mr. Constantine E. Mastry
Mr. Adib Mastry

**ARTICLES OF INCORPORATION
OF
MASFORCE, INC.**

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607.0202 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I - NAME

The name of the Corporation shall be MasForce, Inc.

ARTICLE II - PRINCIPAL OFFICE OR MAILING ADDRESS

The principal office and mailing address shall be at 2895 46th Avenue North, St. Petersburg, Florida 33714.

ARTICLE III - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 2895 46th Avenue North, St. Petersburg, Florida 33714.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be CONSTANTINE E. MASTRY.

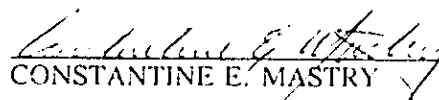
ARTICLE V - INCORPORATOR

The name and address of the incorporator is:

Name
CONSTANTINE E. MASTRY

Address
2895 46th Avenue North
St. Petersburg, Florida 33714

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 13 day of February, 1995.


CONSTANTINE E. MASTRY

FILED
FEB 20 1995

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MasForce, Inc.

2. The name and address of the registered agent and office is:

CONSTANTINE E. MASTRY
(Name)

2895 46th Avenue North
(P.O. Box not acceptable)

St. Petersburg, Florida 33714
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Constantine E. Masty
(Signature)

2-13-95
(Date)

FILED
95 FEB 20 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA