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NEHEBIT AND SAUER, P.A.
1800 NORTH ROOSEVELT BOULEVARD
KEY WEST, FLORIDA 33040

ROBERT F. SAUER
JOHN N. MOORE, III

WILLIAM R. NEHEBIT
1800 N. 17th St.
TELEPHONE 305 984-0776
TELEFAX 305 984-1180

March 13, 1995

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

RECEIVED
MAR 14 1995
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

re: MELNIC Investments, Inc.
Articles of Incorporation

Dear Sir:

Enclosed are original and one copy of the articles of incorporation/consent of registered agent of MELNIC Investments, Inc. Please file the original, certify the copy, and return the certified copy to me, along with your receipt, etc., in the enclosed stamped, addressed envelope which is provided for that purpose. I enclose my client's check #0562 in the amount of \$122.50 to cover the cost of filing and certifying.

If you have any questions in regard to the above, please feel free to call me or my secretary Christine.

Sincerely,

J Moore
John Moore
For the Firm

JNM/cas

Enclosures

SDX

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MELNIC INVESTMENTS, INC.

BY THESE ARTICLES OF INCORPORATION the incorporators form a corporation for profit under Florida law.

1. NAME. The name of this corporation is **MELNIC INVESTMENTS, INC.**

2. TERM. This corporation is to have perpetual existence.

3. PURPOSE. The purpose of this corporation is to transact any or all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes.

4. CAPITAL STOCK. This corporation is authorized to issue ten shares of common stock of par value of \$5.00 per share.

5. INITIAL PRINCIPAL OFFICE. The street address of the initial principal office and the mailing address of the corporation shall be:

MELNIC Investments, Inc.
1229 Fifth Street
Key West, Florida 33040

6. REGISTERED AGENT. The initial registered agent for this corporation is **ELIZABETH COLLEEN NICOLL**, and the initial registered

office is located at 532 Margaret Street, Downstairs, Key West, Florida, 33040.

7. DIRECTORS. This corporation shall have two directors, initially. The number shall be fixed by the bylaws and may be changed from time to time.

8. INITIAL DIRECTORS. The name and street address of each member of the first Board of Directors is:

Neil S. Mellies, II
1229 Fifth Street
Key West, FL 33040

Elizabeth C. Nicoll
1537-E Batfish Court
Key West, FL 33040

They shall hold office until the first annual meeting of the stockholders.

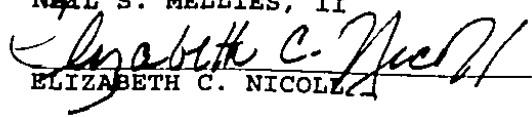
9. INCORPORATOR. The names and street addresses of the incorporators are:

Neil S. Mellies, II
1229 Fifth Street
Key West, FL 33040

Elizabeth C. Nicoll
1537-E Batfish Court
Key West, FL 33040

DATED this 9 day of March, 1995.


NEIL S. MELLIES, II

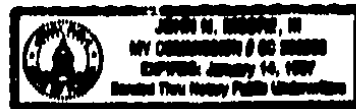

ELIZABETH C. NICOLL

STATE OF FLORIDA)
COUNTY OF MONROE)

The foregoing instrument was acknowledged before me this
9th day of March, 1995, by **NEIL B. MELLIES, II**, and **ELIZABETH C.
NICOLL**, who are personally known to me and who did take and oath.

J. C. Moore III
Notary Public, State of Florida
Name: John N. Moore, III

My Commission expires:



CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing articles of Incorporation, the undersigned accepts the designation.

Elizabeth C. Nicoll

ELIZABETH C. NICOLL
532 Margaret Street, Downstairs
Key West, Florida 33040

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