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April 20, 199

VIA FEDERAL EXPRESS

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation for MBeth, Inc.
Our File. MBeth, Inc.1004

To Whom It May Concern:

I enclose an original and a duplicate of the Articles of Incorporation and Designation of Registered Agent form regarding the above-referenced corporation.

The original is to be filed in your office and the copy certified and returned to this office in the self-addressed stamped envelope provided herein. Also, I enclose a check in the amount of \$122.50 representing the filing fees.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Ronald N. Rosenwasser

Enclosures

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**ARTICLES OF INCORPORATION
OF
MBETH, INC.**

FILED
95 APR 21 AM 10:02
CLERK OF STATE
TALLAHASSEE, FLORIDA

Article I

Name

The name of the corporation is MBeth, Inc.

Article II

Duration

This corporation shall have a perpetual existence.

Article III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business or mailing address of this corporation shall be:

4801 Linton Blvd.
Delray Beach, FL 33445

Article V

Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One Cent (\$.01) par value common stock.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is Mary Beth Villa , and the name of the initial registered agent of this corporation at the address is 4801 Linton Blvd., Delray Beach, FL 33445.

Article VII

Initial Board of Directors

This corporation shall have the following number of directors initially: one (1). The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

James V. Villa
4324 S. Ocean Blvd.
Unit B
Highland Beach, FL 33487

Article VIII

Incorporators

The name and address of the person signing these Articles are:

Mary Beth Villa
4801 Linton Blvd.
Delray Beach, FL 33445

Article IX

Powers

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article X

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, to the fullest extent permitted by law

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on April 19, 1995.



Mary Beth Villa, Incorporator

FILED

95 APR 21 AM 10:02

CLERK OF COURT

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST-- THAT MBETH, INC., DESIRES TO ORGANIZE OR QUALIFY UNDER
THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS
AT 4801 LINTON BLVD., DELRAY BEACH, FL 33445.

SECOND-- THAT MARY BETH VILLA LOCATED AT 4801 LINTON BLVD.
DELRAY BEACH FL 33445, IS NAMED AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

SIGNATURE Mary Beth Villa
TITLE: Incorporator

DATE: April 19, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY
WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE Mary Beth Villa

DATE: April 19, 1995