

9950000343/2

April 12, 1995

000001458550
-04/18/95--01028--008
****122.50 ****122.50

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

Re: Filing of Articles for MVS CORAL KEY ENTERPRISES, INC.

Gentlemen:

I am enclosing an original and one copy of the Articles of Incorporation for the above named corporation. In addition a check in the amount of \$122.50 is enclosed.

Please file the original of the enclosed Articles and return a certified copy to my attention. Thank you.

Sincerely yours,

MICHAEL SCHMID

By: C. Riddle
C. Riddle

1511 Palm Avenue
Fort Myers, FL 33916

sec.ltr

FILED
95 MAY -3 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER APR 20 1995

789, 615, 706, 671
W95-8538



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 20, 1995

C RIDDLE
115 PALM AVENUE
FT MYERS, FL 33916

SUBJECT: MVS CORAL KEY ENTERPRISES, INC.
Ref. Number: W95000008538

We have received your document for MVS CORAL KEY ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 995A00018709

FILED

95 MAY -3 AM 7:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MVS CORAL KEY ENTERPRISES, INC.

The undersigned, MICHAEL SCHMID, files in the Office of the Secretary of State of the State of Florida, for purposes of forming a corporation for profit, in accordance with the laws of the State of Florida, the following Articles of Incorporation, as by law provided:

ARTICLE I. NAME

The name of the corporation shall be MVS CORAL KEY ENTERPRISES, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business and business to be transacted are as follows: to transact any or all lawful business for which corporations may be incorporated under the laws of the of the State of Florida of the United States.

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

ARTICLE III. CAPITAL STOCK

The authorized capital stock of this Corporation shall consist of 100 shares of common stock, at \$10.00 par value per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V. PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial principal office is 1511 Palm Avenue, Fort Myers, FL 33916; the registered

agent for the Corporation is Michael Schmid, 2114 SW 48th Terrace, Cape Coral, FL 33914.

ARTICLE VI. DIRECTORS

This corporation shall have not less than one director, as provided by the By-Laws. Directors shall hold office for one year, or until their successors have been duly elected and qualified. The initial director is:

Michael Schmid, 2114 SW 48th Terrace, Cape Coral, FL 33914

ARTICLE VII. INCORPORATORS

The name and address of the initial incorporator of the Corporation is as follows:

Michael Schmid, 1511 Palm Avenue, Fort Myers, FL 33916.

ARTICLE VIII. GENERAL PROVISIONS

(a) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

(b) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.

(c) A director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to limitations and provisions of the laws of the State of Florida and the laws of the United States.

(d) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceedings in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director of the Corporation at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.

(e) The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is

subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 07 day of April, 1995.

MVS CORAL KEY ENTERPRISES, INC.


Michael Schmid
Incorporator

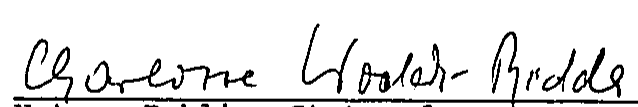

Registered Agent

STATE OF FLORIDA

COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared MICHAEL SCHMID to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument. *He is PERSONALLY KNOWN TO ME.*

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 7A day of APRIL, 1995.


Notary Public, State of FLORIDA
CHARLOTTE WODAK-RIDDLE

My Commission Expires:

(Notarial Seal)

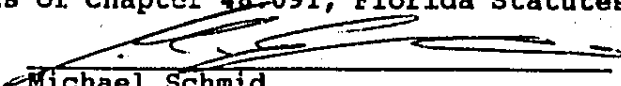


CHARLOTTE WODAK RIDDLE
My Commission CC400428
Expires Sep. 28, 1998
Bonded by NFNU
800-224-8388

mvs.inc

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation at the place designated within the Certificate, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of Chapter 48-091, Florida Statutes.


Michael Schmid

mvs3.inc

FILED
95 MAY -3 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Accounting Specialists International, Inc.

ASI
P95000034312
September 1996

Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: MVS Coral Key Enterprises, Inc.
Document #P95000034312(5)

To Whom It May Concern:

Please be advised of the following address change for the corporation named herein.

Old Address

MVS Coral Key Enterprises, Inc.
1318 SE 47th Street
Cape Coral, FL 33904

New Address

MVS Coral Key Enterprises, Inc.
1503 SE 47th Terrace
Cape Coral, FL 33904

Also, please send a printout of this new information as verification of the change.

Very truly yours,
ACCOUNTING SPECIALISTS INT'L, INC.

MVS CORAL KEY ENT., INC.

Claudia Shaw
Claudia Shaw
President

Michael Schmid
Michael Schmid
President

CS/cw

9/24