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CARROLL L. McCAULEY, P.A.
FLA. BAR BOARD CERTIFIED
IN MARITAL & FAMILY LAW
ALVIN L. PETERS, P.A.

FILED
95 MAY -8 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
BETTY S. GRAMMERIDA
CERTIFIED LEGAL ASSISTANT SPECIALIST
CERTIFIED FLORIDA LEGAL ASSISTANT

April 20, 1995

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

RE: TWOMTGS, Inc.
Filing of Articles of Incorporation

100001465051
-04/26/95--01041--005
***122.50 ***122.50

Dear Sir or Madam:

Please find enclosed the following items for filing the
Articles of Incorporation:

A check in the amount of \$122.50 for filing fee.

The original and two copies of the Articles of Incorporation
for TWOMTGS, Inc.

A self-addressed stamped envelope for return of one of the
copies.

If you have any questions, please do not hesitate to call me
at (904) 769-0276.

Sincerely,

Chris Fowner

Chris Fowner
Legal Assistant to
Alvin L. Peters, Esq.

/chf

Enclosures: as stated

L615
W95-9125



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 1, 1995

MCCAULEY & PETERS ATTORNEYS AT LAW
ATTN: CHRIS FOWNER
36 OAK AVENUE
PANAMA CITY, FL 32401

SUBJECT: TWOMTGS, INC.
Ref. Number: W95000009125

We have received your document for TWOMTGS, 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.

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) 487-6973.

AMANDA HERRING
Document Specialist

Letter Number: 395A00020518

95 MAY -8 PM 2:11
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

TWOMTGS, INC.

The undersigned incorporators of these articles of incorporation, each a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is TWOMTGS, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in the running and operating of any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is FIVE MILLION (5,000,000) shares of common stock, having a par value of \$.01 per share.

Authorized capital stock shall be paid for in cash.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - REGISTERED AGENT AND OFFICE

The initial principal office of this corporation is to be at 1000 W. 11th Street, Panama City, FL 32402. The initial registered agent of this corporation shall be Alvin L. Peters, Esq., whose address is 36 Oak Avenue, Panama City, FL 32401.

ARTICLE VII - DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be changed from time to time by the by-laws, but shall never be more than five (5).

The name and street address of the initial director, who shall hold office until successors are elected and have qualified, are:

Royce Scofield
P. O. Box 149
Panama City, FL 32402

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

Royce Scofield
P. O. Box 149
Panama City, FL 32402

ARTICLE VIII - AMENDMENT

These articles of incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has set his hand and seal, acknowledged and filed the foregoing articles of incorporation under the laws of the State of Florida, this 7th day of April, 1995.

Royce Scofield
ROYCE SCOFIELD

STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME personally appeared ROYCE SCOFIELD, personally known to me, or who produced personally known as identification, to be the individual described in and who executed the foregoing articles of incorporation, who acknowledged before me that he executed the same for the purposes therein expressed, and who did not take an oath.

WITNESS my hand and official seal in the county and state last aforesaid, this 7th day of April, 1995.

Carolyn S. Anderson
Notary Public
My commission expires:



CAROLYN S. ANDERSON
MY COMMISSION # CC322608 EXPIRES
October 30, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

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 TWOMTGS, INC. DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT THE CITY OF Panama City,
STATE OF Florida, HAS NAMED ALVIN L. PETERS LOCATED AT 36
Oak Avenue, CITY OF Panama City, STATE OF FLORIDA, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

AL 285

TITLE

Registered Agent

DATE

May 4, 1995

SECRET
TALLAHASSEE, FLORIDA

95 MAY -8 PM 2 11

FILED

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 THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF
MY DUTIES.

SIGNATURE

AL 285

DATE

May 4, 1995