

MICHAEL J. KESSLER, P.A.

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209 Orange Avenue
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P9500003812A
Department of State
Division of Corporations
c/o Corporate Records Bureau
Post Office Box 6327
Tallahassee, FL 32314

RE: Incorporation of Mansfield, Inc.

500001486365
-05/12/95--01106--012
****122.50 ****122.50

Dear Sir or Madam:

I am enclosing an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

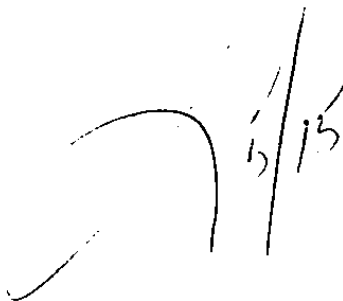
Very truly yours,



Michael J. Kessler

MJK/sb
Enclosures

FILED
MAY 12 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**ARTICLES OF INCORPORATION
OF**

MANSFIELD, INC.

ARTICLE I. CORPORATION NAME

The name of this corporation is: MANSFIELD, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any lawful purpose.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1000) shares of common stock having a value of one dollar (\$1.00) per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

Michael J. Kessler, Esquire
209 Orange Avenue
Fort Pierce, FL 34950

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street address are:

Cynthia J. Goldman
701 Highlands Drive SW
Vero Beach, Florida

Stuart Z. Goldman
701 Highlands Drive SW
Vero Beach, Florida

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR

The name and street address of the person signing the Article of Incorporation as the Incorporator is:

Michael J. Kessler, Esquire
209 Orange Avenue
Fort Pierce, Florida 34950

ARTICLE X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

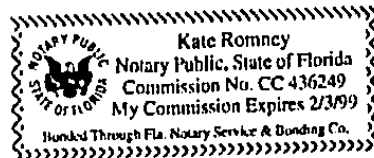
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Article of Incorporation on this 28 day of April, 1995.


Michael J. Kessler

STATE OF FLORIDA)
) ss.
COUNTY OF ST. LUCIE)

The foregoing Articles of Incorporation were and acknowledged before me by MICHAEL J. KESSLER, who is personally known to me or who produced FL Driver's License as identification and who did take an oath that he subscribed to these Articles of Incorporation on this 28 day of April, 1995.


Notary Public, State of Florida
My Commission Expires: 2/3/98



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


In compliance with Section with Section 40.091, Florida Statutes, the following is submitted:

That MANSFIELD, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 1160 Old Dixie Highway, Vero Beach, County of Indian River, State of Florida, and has named Michael J. Kessler, of MICHAEL J. KESSLER, P.A., 209 Orange Avenue, Fort Pierce, Florida, 34950, as its agent to accept service of process within this State.

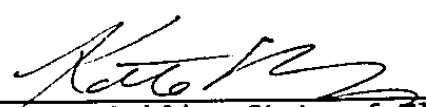
ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agree to comply with the provisions of Florida Law relative to accepting the designated office open.

DATED this 28 day of April, 1995.


MICHAEL J. KESSLER, ESQUIRE
Registered Agent

The foregoing instrument was acknowledged before me this 28 day of April, 1995, by MICHAEL J. KESSLER, who is personally known to me or who produced FL Driver's License as identification and who did take an oath.


Notary Public, State of Florida
My Commission expires: 2/3/98

