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June 22, 1995

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

95 JUN 25 AM 9:40
TALLAHASSEE FLORIDA

Re: M.J. STEPHENS & ASSOCIATES, INC.

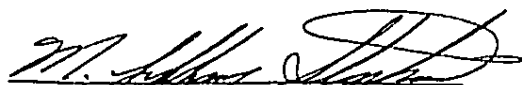
Ladies/Gentlemen:

Enclosed please find Articles of Incorporation, together with one copy of same, and my check in the amount of \$122.50. Please file the Articles, issue and return to me a certified copy of same and my Charter.


Should you have any questions or wish further information, please do not hesitate to contact me.

Thank you for your cooperation and assistance herein.

Yours very truly,


M. Jeffrey Stephens
1730 Pelican Drive
Merritt Island, FL 32952
(407) 452-8800

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ARTICLES OF INCORPORATION
OF
M.J. STEPHENS & ASSOCIATES, INC.

ARTICLE I-NAME

The name of the corporation is M.J. STEPHENS & ASSOCIATES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing at the time of filing these articles with the Secretary of State of the State of Florida.

ARTICLE III -PURPOSES

This corporation is organized for the purposes of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue two hundred (200) shares at \$1.00 par value, common stock, which shall be designated "Common Shares".

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1730 Pelican Drive, Merritt Island, Florida 32952, and the name of the initial registered agent of this corporation at that address is: M. Jeffrey Stephens.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are: M. Jeffrey Stephens, 1730 Pelican Drive, Merritt Island, Florida 32952 and Maureen M. Stephens, 1730 Pelican Drive, Merritt Island, Florida 32952.

ARTICLE IX - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office is 1730 Pelican Drive, Merritt Island, Florida 32952, and is the same address as the initial registered agent of the corporation as contained in Article VII of these Articles of Incorporation.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is: M. Jeffrey Stephens, 1730 Pelican Drive, Merritt Island, Florida 32952.

ARTICLE XI - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


ARTICLE XIII - AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV - I.R.C. SECTION 1244 STOCK

It is the intent of the Incorporator to qualify the shares issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal revenue Code of 1986.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20 day of June, 1995.


M. Jeffrey Stephens
1730 Pelican Drive
Merritt Island, Florida 32952

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Articles of Incorporation was acknowledged before me this 20th day of June, 1995, by M. Jeffrey Stephens, who has produced a FLORIDA IDENTIFICATION CARD as identification.

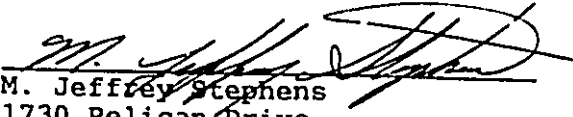

Notary Public, State of Florida



REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in the capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated: June 20 1995


M. Jeffrey Stephens
1730 Pelican Drive
Merritt Island, Florida 32952