

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-9191

800-344-8086

CSC networks
PRESTON ALL
LEWIS & SANFORD

16000015812

ORDER NO. :

REFERENCE :

AUTHORIZATION :

CUSTOMER NO. : 812364

ORDER DATE : February 16, 1996

ORDER TIME : 9:46 AM

ORDER NO. : 042712

CUSTOMER NO. : 812364

CUSTOMER :
Mr. Beth Prinz
WARNER FOX SEELEY & DUNCAY
ATTORNEYS, P.A.
1100 South Federal Highway
P. O. Drawer 6
Stuart, FL 34994

900001716343
-02/16/96--01049--007
****122.50 ****122.50

DOMESTIC FILING

NAME: MMC, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CAROL HENSAL

EXAMINER'S INITIALS:

~~1196-0671~~

RECEIVED
96 FEB 16 AM 11:17
DIVISION OF CORPORATION

FILED
96 FEB 20 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FL 32304

BROWN FEB 21 1996



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 19, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: MMC, INC.
Ref. Number: W96000003671

We have received your document for MMC, 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 entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 196A00007068

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$.01 par value common stock. This class of stock shall have unlimited voting rights and be entitled to receive the net assets of the corporation upon its dissolution.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1100 South Federal Highway, Stuart, Florida 34994

The name of the initial registered agent of this corporation at that address is:

Richard J. Dungey

ARTICLE VI

INCORPORATOR

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

Matthew A. Ward

2172 NW Reserve Park Trace

Port St. Lucie, Florida 34986

ARTICLE VII

CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote in the election

shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

ARTICLE VIII

PREEMPTIVE RIGHTS

Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares. This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation. These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of

the corporation.

ARTICLE IX

INDEMNIFICATION

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

ARTICLE X

COMMENCEMENT OF CORPORATE EXISTENCE

Pursuant to Florida Statutes, Section 607.0203, this corporation's existence shall commence on upon the filing of these Articles of Incorporation with the Department of State.

ARTICLE XI

AMENDMENTS

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 shareholders and approved at a shareholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these
Articles of Incorporation this 13 day of February, 1996.

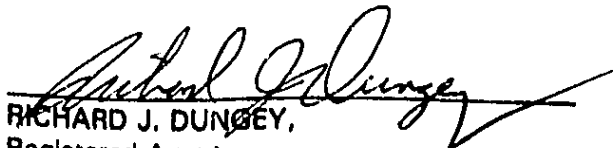

MATTHEW A. WARD

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for
MMC OF THE TREASURE COAST, INC.

., at the place designated in the foregoing Articles of Incorporation, I
hereby accept the appointment as registered agent and agree to act in that
capacity, and I further agree to comply with the provisions of all statutes relative to
the proper and complete performance of my duties, and I am familiar with and
accept the obligations of my position as registered agent.

Dated this 13 day of February, 1996.


RICHARD J. DUNGEY,
Registered Agent

FILED
96 FEB 20 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA