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February 14, 1996

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-02/19/96--01064--001
***122.50 ***122.50

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

FILED
FEB 19 10 55 AM '96
TALLAHASSEE, FLORIDA

Re: M.T.S. Enterprise, Inc.

Dear Secretary of State:

Enclosed herewith for filing is an original and one copy of the Articles of Incorporation for M.T.S. Enterprise, Inc..

Also enclosed is this firm's check in the sum of \$122.50 which represents the following:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Designation	35.00
TOTAL	\$122.50

Please return the certified copy of the Articles of Incorporation to the undersigned in the enclosed, addressed, stamped envelope.

With very best regards,


Frank P. Mehok, Jr.

FPMjr:cg

Encls.

REGISTERED FEB 21 1996

FILED
FEB 19 11 55 AM '56
HALL COUNTY CLERK
GAINESVILLE, FLORIDA

ARTICLES OF INCORPORATION
OF
M.T.S. ENTERPRISES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation is
M.T.S. ENTERPRISES, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity permitted under the laws of the United States or of the State of Florida.

ARTICLE III - ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The initial post office address of the principal place of business of this corporation in the State of Florida is:
610 E. Atlantic Avenue, Delray Beach, Florida 33483.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1000) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share. The whole or any part of the capital stock of this corporation may be paid for in lawful money of the United States of America or in property, labor or services at a just valuation to be fixed by the Directors.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be not less than Five Hundred (\$600.00) Dollars.

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - DESIGNATION OF REGISTERED AGENT AND OFFICE

The Registered Agent shall be: THOMAS W. MELBA,
610 E. Atlantic Avenue, Delray Beach, Florida, 33483.

ARTICLE VIII - SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation, the number of shares of stock he agrees to take and the value of the consideration therefore is:

<u>Subscriber</u>	<u>Address</u>	<u>No. of Shares</u>	<u>Consideration</u>
Thomas W. Melba	610 E. Atlantic Ave. Delray Beach, Florida 33483	600	\$600.00

ARTICLE IX - DIRECTORS

This corporation shall have not less than one nor more than five (5) directors. The number of directors may be increased from time to time by by-laws adopted by the stockholders.

ARTICLE X - INITIAL DIRECTORS

The persons named below shall be the first directors of the corporation and shall serve as such until their respective successors are duly elected and qualified:

<u>Name</u>	<u>Address</u>
Thomas W. Melba	610 E. Atlantic Avenue Delray Beach, FL 33483
Miera Melba	900 E. Atlantic Avenue Delray Beach, FL 33483
Steve Vincent	3101 N. Federal Highway Ft. Lauderdale, FL 33306

ARTICLE XI - STOCK PLAN

The subscriber to this agreement does hereby agree that he shall cause the corporation to adopt prior to payment for or issuance of any shares of stock of the corporation a Section 1244 Stock Plan covering those shares to be issued pursuant to this agreement.



Thomas W. Melba

STATE OF FLORIDA)
):SS
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared THOMAS W. MELBA, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 14 day of February, 1996.

My Commission Expires:

Christine N. Gabel

Notary Public
State of Florida at Large



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


* * * * *

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That M.T.S. ENTERPRISES, INC.. desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, to be at 610 E. Atlantic Avenue, at the City of Delray Beach, County of Palm Beach, State of Florida, has named THOMAS W. MELBA, located at 610 E. Atlantic Avenue, City of Delray Beach, County of Palm Beach, State of Florida 33483, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process, for the above stated corporation, at the place designated in the certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Thomas W. Melba (Resident Agent)

FILED
FEB 19 AM 9:56
TALLAHASSEE, FLORIDA