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PREPARED BY
FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 057349 12000A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pyjute

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96 AUG 19 AM 10:53
DIVISION OF CORPORATIONS

ORDER DATE : August 19, 1996

ORDER TIME : 9:29 AM

ORDER NO. : 057349

CUSTOMER NO: 12000A

CUSTOMER: Renee Ann Winslow, Legal Asst
PERRY, SHAPIRO & ADAMS, P.A.

Suite 600
1645 Palm Beach Lakes Blvd.
West Palm Beach, FL 33401

300001925123

DOMESTIC FILING

NAME: M.J.M.K. - RIVERWALK, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

01
8/19/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 19 PM 12:24

**ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS
96 AUG 12 PM 12:24

M.J.M.K. - RIVERWALK, INC.

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I -- NAME

The name of the corporation shall be M.J.M.K. - RIVERWALK, INC. The mailing address is: 1690 S. Congress Avenue, Suite 200, Delray Beach, Florida 33445.

ARTICLE II -- DURATION

The corporation shall have perpetual existence.

ARTICLE III -- PURPOSE

The purpose of this corporation is all lawful business and engaging in any activity or business permitted under the laws of the United State or of this State.

ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock with a par value of \$.01 per share.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address in this state of the initial registered office of the corporation is 1690 S. Congress Avenue, Delray Beach, Florida 33445, and the name of the initial registered agent at such address is ROBERT A. LEVY.

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of not less than one (1) nor more than five (5) members. The number of directors may be increased or decreased from time to time as authorized by the By-Laws, but shall never be less than one (1). The name and address of the initial director is:

Robert A. Levy
1690 S. Congress Avenue
Suite 200
Delray Beach, Florida 33445

ARTICLE VII -- INCORPORATORS

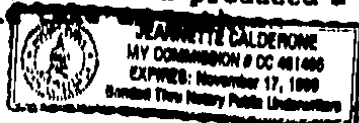
The name and address of the person signing these Articles is:
ROBERT A. LEVY, 1690 S. Congress Avenue, Delray Beach, Florida
33445.

IN WITNESS WHEREOF, I have made and subscribed these Articles
this 15th day of August, 1996.


ROBERT A. LEVY

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 15th
day of August, 1996, by ROBERT A. LEVY, who is personally known to
me, or who has produced a driver's license as identification and who
di




NOTARY PUBLIC
(Notary Seal)

I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT AS SET FORTH IN
THESE ARTICLES OF INCORPORATION.


ROBERT A. LEVY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 19 PM 12:24