

**ARTICLES OF INCORPORATION
OF
MELVIN F. NELSON, INC.**

RECORDED
96 DEC 18 PM 1:00
FILED

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, hereby adopts the following 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 is Melvin F. Nelson, Inc.. The mailing address of the corporation is 17810 Rich-Brann Lane, N. Fort Myers, Florida 33917.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of this corporation is, 17810 Rich-Brann Lane, N. Fort Myers, Florida 33917.

ARTICLE III - COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of filing, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE VI - SPECIAL PROVISIONS

The corporation hereby makes the IRC 1244 election.

ARTICLE VII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share at the price at which it is offered to others.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 17810 Rich-Brann

Lane, N. Fort Myers, Florida 33917, and the name of the initial resident agent of the corporation at that address is Melvin F. Nelson. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE IX - BOARD OF DIRECTORS

The name and street address of the initial Director who, subject to the provisions of the Articles of Incorporation, the By-Laws of this corporation, and the laws of the State of Florida, shall hold office until the first annual meeting of shareholders or his successors are elected and have qualified is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Melvin F. Nelson	17810 Rich-Brann Lane N. Fort Myers, Florida 33917

ARTICLE X - OFFICERS

The initial officer(s) of the corporation shall be as follows:

Melvin F. Nelson	President
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ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent now or hereafter permitted by law.

ARTICLE XII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

ARTICLE XIII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Melvin F. Nelson	17810 Rich-Brann Lane N. Fort Myers, Florida 33917

ARTICLE XIV - AMENDMENT OF ARTICLES OF CORPORATION

The Articles of Incorporation may be amended in the manner provided by law. Every

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

The undersigned, has executed these Articles of Incorporation, for the purpose of forming a corporation under the laws of the State of Florida, and does make and file these Articles and does certify that the facts contained herein are true.

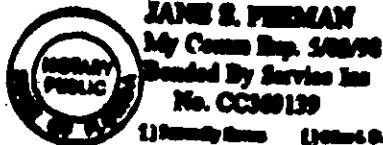
BY: Melvin F. Nelson
Melvin F. Nelson, President

STATE OF FLORIDA

COUNTY OF COLLIER

Before me, the undersigned Notary Public in and for said State and County, appeared Melvin F. Nelson, the subscribing incorporator to the foregoing Articles of Incorporation, to me personally known (or who produced _____ as identification), who stated under oath that he is the person described in and who executed the foregoing Articles of Incorporation and acknowledged and declared that he did make, execute, subscribe, and acknowledge the foregoing Articles of Incorporation as its voluntary act and deed for the purpose of forming a corporate body, pursuant to and under the provisions of the laws of the State of Florida, and the foregoing Articles of Incorporation and that the facts set forth therein are true and correct.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this the 16 day of Dec., 1996 in the State and County aforesaid.



Jane S. Freeman
NOTARY PUBLIC

My Commission Expires:

5-2-98

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

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

First: That Melvin F. Nelson, Inc. desiring to organize under the laws of the State of Florida
with its principal office, as indicated in the Articles of Incorporation at City of N. Fort Myers, State
of Florida, County of Lee, has named Melvin F. Nelson, as its agent to accept service of process
within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above-stated corporation, at place
designated in this 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.

BY: Melvin F. Nelson
Melvin F. Nelson, Resident Agent

96 DEC 18 PM 1:56
F.M.F.M.
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEBIT MEMORANDUM

0001-7

FOR OFFICIAL USE

TO : DEPARTMENT OF STATE

DATE

NUMBER

P96000102869

STATE OF FLORIDA
OFFICE OF STATE TREASURER
TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	628.75	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	628.75	OTHER	4

CROSS REF	DISTRIBUTION SAMAS CODE	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00	2	122.50
12	45-20-2-130001-45300000-00-000100-00	4	122.50
12	45-20-2-130001-45300000-00-000100-00	1	383.75

GRAND TOTAL: \$ 628.75

72254-B

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RECEIVED
97 JAN -8 PM 1:59
FINANCIAL MANAGEMENT

200002086542--2
-02/13/97--01023--001
****137.50 ****137.50

Process Date: 12/23/96

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

Bill [Signature]

State Treasurer