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Thomas F. Rizzo, LL.M.
Attorney At Law

December 10, 1996

Secretary Of State
Division Of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

EFFECTIVE DATE
1-1-97

Re: Articles Of Incorporation
M M G of Southwest Florida, Inc.

600002042856--5
-12/31/96--01100--003
****122.50 ****122.50

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for M M G of Southwest Florida, Inc., and a check in the amount \$122.50 representing the filing fees for same.

Please conform the copy and return the same to my office in the stamped return envelope provided.

Thank you for your assistance.

Sincerely yours,


Thomas F. Rizzo

TFR/lar
Enclosures

FILED
96 DEC 23 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2340 Periwinkle Way, Suite J-2, Sanibel Island, Florida 33957
Tel (941) 395-0400 * Fax (941) 395-0480

B. REGISTER DEC 27 1996

RECORDED
1-1-92

FILED

96 DEC 23 AM 10:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
M M G of Southwest Florida, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: M M G of Southwest Florida, INC. The address of the principal office of this corporation shall be: 3640 Del Prado Blvd., Suite B, Cape Coral, Florida, 33904 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: one thousand (1,000) shares of stock with a par value of One Dollar (\$1.00).

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be: 3640 Del Prado Blvd., Suite B, Cape Coral, Florida, 33904, and the name of the initial registered agent of the corporation at that address is: Nick L. Ciccarello.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually and the date and time of the commencement of corporate existence is 12:01 A.M. on January 1, 1997.

ARTICLE VI. PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISIONS

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE VIII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) Directors, initially. The names and street addresses of the initial members of the Board of Directors are:

Nick L. Ciccarello
3640 Del Prado Blvd.,
Suite B
Cape Coral, Florida
33904

Paula J. Schuetz
3640 Del Prado Blvd.,
Suite B
Cape Coral, Florida
33904

ARTICLE IX. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed

are:

Nick L. Ciccarello
3640 Del Prado Blvd.,
Suite B
Cape Coral, Florida
33904

Vice President,
Secretary

Paula J. Schuetz
3640 Del Prado Blvd.,
Suite B
Cape Coral, Florida
33904

President,
Treasurer

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to the
Articles of Incorporation is:

Nick L. Ciccarello
3640 Del Prado Blvd.,
Suite B
Cape Coral, Florida
33904

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator of M M G of
Southwest Florida, INC., has hereunto set his hand and seal this
18th day of DECEMBER, 1996.


NICK L. CICCARELLO

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

NICK L. CICCARELLO, having been designated as the Registered
Agent in the above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered Agent.


NICK L. CICCARELLO