

P97000008182



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 235381 80361A

AUTHORIZATION :

Patricia Pajuts

COST LIMIT : \$ 122.50

ORDER DATE : January 24, 1997

ORDER TIME : 10:46 AM

ORDER NO. : 235381-005

CUSTOMER NO: 80361A

200002068062--3

CUSTOMER: Ms. Kim Dutton
WOTITZKY WOTITZKY MIZELL AND
ROSS, P.A.
223 Taylor Street

Punta Gorda, FL 33950

DOMESTIC FILING

NAME: M.J.M. OF SARASOTA, 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: Deborah Schroder

EXAMINER'S INITIALS:

509

SEC
TALLAHASSEE, FLORIDA

97 JAN 24 PM 1:39

FILED

W97-1889

DIVISION OF CORPORATION

97 JAN 24 AM 11:39

RECEIVED

Dmc
1/27/97

KL
1-28-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 27, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: MJM OF SARASOTA, INC.
Ref. Number: W97000001889

RESUBMIT
Please give original
submission date as file date.

We have received your document for MJM OF SARASOTA, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The corporate name must be identical throughout the document.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 397A00003941

RECEIVED
97 JAN 28 AM 9:53
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
M.J.M. OF SARASOTA, INC.

FILED
97 JAN 24 PM 1:40
SECRET
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, does hereby sign and direct these Articles to be delivered to the Department of State, State of Florida, for the purpose of forming a corporation under the laws of the State of Florida.

Article 1 - Name and Mailing Address

The name of this corporation is M.J.M. OF SARASOTA, INC. and its mailing address shall be 445 South Palm Avenue, Unit 2, Sarasota, Florida 34236.

Article 2 - Duration of Corporate Existence

This corporation shall exist perpetually.

Article 3 - Purposes

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

Article 4 - Capital Stock

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 100 shares of common stock. There shall be no other type or class of stock.

Article 5 - Address and Registered Agent

The street address of the initial registered office of this corporation shall be 445 South Palm Avenue, Unit 2, Sarasota, Florida 34236. The name of the initial registered agent at such address is Michael T. Maunus.

Article 6 - Directors

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by ByLaws adopted by the shareholders, but shall never be less than 1 nor more than 7.

Article 7 - Initial Director

The name and post office address of the initial director is:

<i>Name</i>	<i>Address</i>
Michael T. Maunus	445 South Palm Avenue, Suite 2 Sarasota, Florida 34236

Article 8 - Incorporator

The name and post office address of the incorporator of this corporation is:

<i>Name</i>	<i>Address</i>
Michael T. Maunus	445 South Palm Avenue, Suite 2 Sarasota, Florida 34236

Article 9 - Preemptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's pro rata portion of the following:

A. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the corporation stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

Article 10 - Amendment

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 stockholders 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 to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed their name and affixed their seal this 22nd day of January, 1997.

Signed, Sealed and Delivered in the
Presence of:

Kim Dutton
KIM DUTTON

Printed name of first witness

John B. Mizell
JOHN B. MIZELL

Printed name of second witness

MICHAEL T. MAUNUS

State of Florida
County of Charlotte

The foregoing instrument was acknowledged before me this 22nd day of January, 1997 by MICHAEL T. MAUNUS. He is personally known to me or produced n/a as identification.

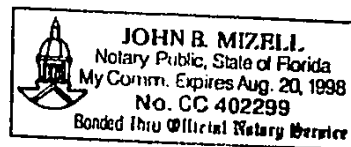
My Commission expires:

John Mizell
Notary Public

Printed name of notary

Affix Seal


Serial or Commission Number



**CERTIFICATE DESIGNATING A REGISTERED AGENT AND
REGISTERED OFFICE FOR THE SERVICE OF PROCESS**

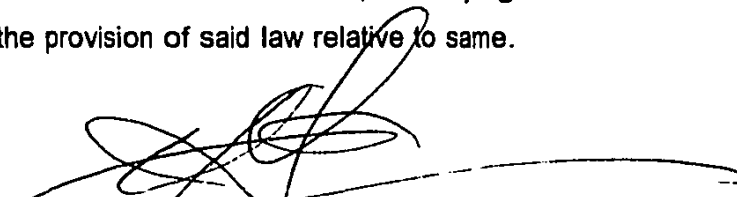
In compliance with § 48.091 Fla. Stat., the following is submitted:
M.J.M. OF SARASOTA, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 445 South Palm Avenue, Unit 2, Sarasota County, Florida, has designated Michael J. Maunus, whose street address is 445 South Palm Avenue, Unit 2, Sarasota County, Florida, as its agent to accept service of process within this state.

M.J.M. OF SARASOTA, INC.

By: 
Michael T. Maunus

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.


Michael T. Maunus