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*****70.00 *****70.00

Tracy Penn
940 Boulevard of the Arts
Sarasota, Florida 34236

Tel: (941) 366-2293
FAX: (941) 957-4162

January 16, 1997

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314
Re: MAVERIX, INC. ASSOCIATES, INC.

FILED
97 FEB -7 AM 10:47
TALLAHASSEE, FLORIDA

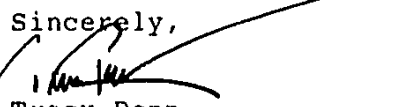
Dear Sir/Madam:

Enclosed please find an original and two copies of the Articles of Incorporation, along with \$35.00 filing fee on behalf of the corporation. Please note that the effective date of the corporation is to be January 22, 1997. Should the enclosed be satisfactory, please date stamp one copy and return the same to me in the enclosed, self-addressed envelope.

I have also enclosed the Certificate of Designation of Registered Agent/Registered Office for the Corporation, along with a \$35.00 filing fee on behalf of the corporation.

Thank you for your assistance in this matter.

Sincerely,


Tracy Penn

TP:dp
Enclosures

Handwritten notes:
PK to 97-1876
2/7/97
4/27/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 27, 1997

TRACY PENN
940 BOULEVARD OF THE ARTS
SARASOTA, FL 34236

SUBJECT: ~~MAVERIX, INC.~~
Ref. Number: W97000001876

*I have read the enclosed & have
called to make sure the following
name is acceptable.*

change to: MAVERIX ASSOCIATES, INC.

We have received your document for ~~MAVERIX, INC.~~ and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 097A00003918

FILED

ARTICLES OF INCORPORATION

97 FEB -7 AM 10:47

OF

TALLAHASSEE, FLORIDA

~~MAVERIX, INC.~~ MAVERIX ASSOCIATES, INC.

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

~~MAVERIX, INC.~~ MAVERIX ASSOCIATES, INC.

2. Principal office. The principal office of the Corporation is:

940 Boulevard of the Arts
Sarasota, Florida, 34236

3. Mailing Address. The mailing address of the Corporation is:

940 Boulevard of the Arts
Sarasota, Florida, 34236

4. Authorized shares. The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock, no par value.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors.

6. Registered Agent and Office. The name and address of the initial registered agent is:

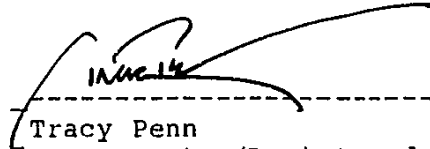
Tracy Penn
940 Boulevard of the Arts
Sarasota, Florida 34236

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that she is familiar with the obligations of the position.

7. Incorporator. The name and address of the incorporator of the Corporation is:

Tracy Penn
940 Boulevard of the Arts
Sarasota, Florida 34236

Dated this 15th day of January, 1997.



Tracy Penn
Incorporator/Registered Agent

FILED

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE 97 FEB -7 AM 10:47

TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

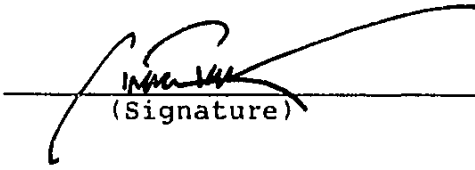
1. The name of the corporation is: MAVERIX, INC.
MAVERIX ASSOCIATES, INC.
2. The name and address of the registered agent and office is:

Tracy Penn

940 Boulevard of the Arts

Sarasota, Florida 34236

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)


(Date)