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Board Certified Civil Trial Lawyer

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Admitted 1981
Certified Family Law Mediator

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February 18, 1997

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: MA-JR, INC.

Gentlemen:

Enclosed are duplicate originals of the proposed Articles of Incorporation of the above captioned corporation.

Please endorse your approval of the Articles on the duplicate copy, certify same, and return the certified copy to this office. It is understood that the original document with your endorsed approval is to be filed in your records pursuant to Florida law.

A check in the amount of \$122.50 is enclosed to cover the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Registration	35.00

\$ 122.50

If any further charges are required, or if for any reason the Articles do not meet current requirements, please so notify the undersigned by collect telephone call at (352) 732-3925.

Very truly yours,

S. Sue Robbins
S. Sue Robbins
For the Firm
SSR/dac
Enclosures

FILED
MAR - 4 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2/26/97
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TB



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 26, 1997

S SUE ROBBINS
POST OFFICE BOX 2470
OCALA, FL 34478

SUBJECT: MA-JR, INC.
Ref. Number: W97000004595

We have received your document for MA-JR, INC. and check(s) totaling \$122.50. 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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 597A00010101

**ARTICLES OF INCORPORATION
JR-MA, INC.**

The undersigned, for the purposes of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I
Name

The name of the corporation is JR-MA, INC.

ARTICLE II
Business

The corporation may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE III
Stock

The total number of shares of stock which the corporation will have authority to issue is One Thousand (1,000) shares of One Dollar (\$1.00) per share par value common stock. All of said stock will be payable in cash or real or personal property or such consideration as may be fixed by the shareholders.

ARTICLE IV
Registered Office and Agent

The initial address of the principal and registered office of the corporation is 7655 West Gulf to Lake Highway, Suite 13, Crystal River, Florida 34429.

The name of the corporation's registered agent at said address is John L. Boll.

FILED
97 MAR -4 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
Management of Corporation by Shareholders

All corporate powers will be exercised by or under the authority of, and the business of the corporation will be managed by the shareholders rather than a Board of Directors, including the power to adopt, alter, amend, or repeal By-Laws.

ARTICLE VI
Effective Date

The corporation will commence existence on the date of filing these Articles.

ARTICLE VII
Incorporator

Following is the name and street address of the person signing these Articles as incorporator: John L. Boll, 7655 West Gulf to Lake Highway, Suite 13, Crystal River, Florida 34429.

ARTICLE VIII
Stockholders as Employees

There shall be no policy prohibiting stockholders from serving as corporate officers or employees. In the event that a stockholder is employed by the corporation, said stockholder shall be entitled to receive a reasonable salary for services rendered.

ARTICLE IX
Preemptive Rights

Every shareholder, upon the sale for cash 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 thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X
Amendment

This corporation may amend its certificate of incorporation in any respect, provided that only such provisions shall be inserted by amendment as would be lawful and proper in an original certificate of incorporation made at the time of making such amendment. Every amendment shall be proposed by a stockholder and approved at a stockholders' meeting by not less than a majority of the stock entitled to vote thereon.

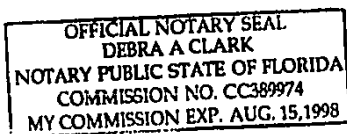
IN WITNESS WHEREOF, I have executed these Articles of Incorporation in duplicate on this 3rd day of March, 1997.

John L. Boll
John L. Boll

STATE OF FLORIDA
COUNTY OF MARION

Before me personally appeared John L. Boll, who produced a Florida Driver's License as identification, and who executed the forgoing instrument, and acknowledged to and before me that he executed the said instrument for the purposes therein expressed.

WITNESS my hand and official seal on this 3rd day of March, 1997.



Debra A. Clark
Notary Public
State of Florida at Large
My Commission Expires: 8/15/98

ACCEPTANCE OF REGISTERED AGENT

I hereby accept my designation as Registered Agent for JR-MA, INC. as set forth in ARTICLE IV of the foregoing Articles of Incorporation, this 3rd day of March, 1997.

John L. Boll
John L. Boll