

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303
P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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Articles

1.)

(CORPORATE NAME & DOCUMENT #)

M.T.B. Corporation of Southwest Florida

2.)

(CORPORATE NAME & DOCUMENT #)

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3.)

(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

K.R. JUN - 9 1997

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JUN - 9 AM 2:30
TALLAHASSEE, FLORIDA

RECEIVED
97 JUN - 9 AM 10:30

ARTICLES OF INCORPORATION

FOR

M.T.B. CORPORATION OF SOUTHWEST FLORIDA

FILED
97 JUN -9 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is

M.T.B. CORPORATION OF SOUTHWEST FLORIDA

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is %Richard Cotter, 6100 Estero Blvd., Ft. Myers Beach, FL 33931.

ARTICLE III - OFFICERS AND DIRECTORS

The name and address of the initial officer(s) and director(s) is

P/S/T/D - Robert M. Lukasik
%Richard Cotter
6100 Estero Blvd.
Ft. Myers Beach, FL 33931

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of no par per share.

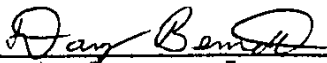
ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is Richard T. Cotter, 6100 Estero Blvd., Ft. Myers Beach, FL 33931.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator for this corporation is Corporate Access, Inc., 1116-D Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32303.

The undersigned incorporator has executed these Articles of Incorporation this 9th day of June, 1997.



Corporate Access, Inc.
President - Danny Bennett

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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.

The name of the corporation is


M.T.B. CORPORATION OF SOUTHWEST FLORIDA

FILED
97 JUN -9 PM 2:30
STATE
TALMADGE

The name and address of the registered agent is

RICHARD T COTTER 6100 ESTERO BLVD. FT MYERS BEACH FLORIDA 33931

Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.


SIGNATURE