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AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 1, 1997

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ORDER NO. : 448399-005

CUSTOMER NO: 81409A

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CUSTOMER: Christopher C. Cathcart, Esq
CHRISTOPHER C. CATHCART, ESQ.

330 N. Broadway Avenue
Orlando, FL 32803

DOMESTIC FILING

NAME: MARK NASWORTHY ENTERPRISES,
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: Daniel W Leggett

EXAMINER'S INITIALS:

BN JUL 01 1997.

ARTICLES OF INCORPORATION

OF

MARK NASWORTHY ENTERPRISES, INC.

The undersigned incorporators to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL OFFICE.

The name of this corporation is Mark Nasworthy Enterprises, Inc., and its principal office is located at 4370 Carraway Place, Sanford, Florida 32771.

ARTICLE II. NATURE OF BUSINESS.

The general nature of the business to be transacted by this corporation is:

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description;

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries;

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and

execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required;

To purchase the corporate assets of any other corporation and engage in the same or other character of business;

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock; and

To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 25,000,000 shares of common stock having a nominal or par value of One Cent (\$.01) per share. The shareholders of common stock shall have pre-emptive rights to acquire unissued or treasury shares of the corporation.

ARTICLE IV. TERM OF EXISTENCE.

This corporation is to exist perpetually.

ARTICLE V. ADDRESS OF INITIAL PRINCIPAL OFFICE AND NAME OF REGISTERED AGENT.

The street address of the principal office of this corpor-

ation in the State of Florida is 4370 Carraway Place, Sanford, Florida 32771. The Board of Directors may from time to time move the registered office to any other address in Florida. The initial registered agent of this corporation is Matt Nasworthy, whose business address is 4370 Carraway Place, Sanford, Florida 32771.

ARTICLE VI. DIRECTORS.

This corporation shall have one director, initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders.

ARTICLE VII. INITIAL DIRECTORS.

The names and addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Mark Nasworthy	4370 Carraway Place Sanford, FL 32771

ARTICLE VIII. INCORPORATOR.

The name and address of each incorporator to these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Matt Nasworthy	4370 Carraway Place Sanford, FL 32771

ARTICLE IX. AMENDMENT.

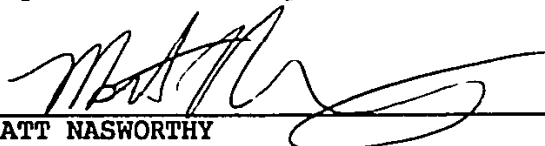
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote

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.

DATED the 30th day of June, 1997.

IN WITNESS WHEREOF, the undersigned being the incorporator of this corporation has executed these Articles of Incorporation.


Signature of Incorporator


MATT NASWORTHY

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared MATT NASWORTHY, to me known to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION, and acknowledged before me that she executed the same for the uses and purposes therein expressed. That he is personally known to me or produced Fla drivers license as identification.

WITNESS my hand and official seal in the State and County named above this 30th day of June, 1997.

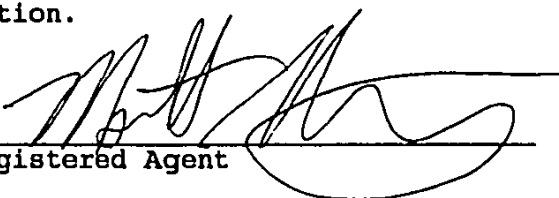

Notary Public
Print Name: _____
Commission No.: _____
My Commission Expires: _____



Mananne Zeh-Coult
My Commission CC630448
Expires April 17, 2001

ACCEPTANCE BY REGISTERED AGENT

MATT NASWORTHY, having been named as the Registered Agent in the foregoing Articles of Incorporation of Mark Nasworthy Enterprises, Inc. to accept service of process for the corporation at 4370 Carraway Place, Sanford, Florida 32771 hereby agrees to act as the Registered Agent and comply with the laws of the State of Florida relative to such position.



Registered Agent