

P97000073595

600002275746-006
-08/25/97-01052-006
****122.50 ****122.50

Bureau of Corporate Records
P O Box 6327
Tallahassee, Fl 32301

Enclosed is the follwoing fee to incorporate.

FLORIDA CORPORATION
CERTIFICATE DESIGNATION AGENT
CHARTER TAX NO PAR VALUW STOCK
CERTIFICATION FEES-CERTIFICATE

TOTAL

\$122.50

MAIL FILING ACKNOWLEDGEMENT TO:

DENNIS P MADLER
1800 Saint Lucie Blvd.
Bldg #12-205, P.O. Box 3268
Stuart, Fl 34998-3268

FILED
97 AUG 25 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/6 8/25/97

FILED
97 AUG 25 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF CORPORATION
OF
DENNIS MADLER & ASSOCIATES, INC.

The undersigned; for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is DENNIS MADLER & ASSOCIATES, INC.

ARTICLE TWO
DURATION

The terms of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the State of FLORIDA.

ARTICLE FOUR
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 500 all of which shall be common shares with No Par Value.

ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be 1800 Saint Lucie Blvd., Bldg. #12-205, P.O. Box 3268, Stuart, Fl 34995 and the name of the initial registered agent at such address is DENNIS MADLER. The principal address of the corporation will be the same as registered office.


DENNIS MADLER

FILED
97 AUG 25 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SIX
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-Emptive Rights.

ARTICLE SEVEN
DIRECTORS

The Board of Directors of the corporation shall consist of one member. The name and address of the initial Director of the Board.

NAME

ADDRESS

DENNIS MADLER

1800 Saint Lucie Blvd.
Bldg. #12-205, P.O. Box 3268
Stuart, Fl 34995

ARTICLE EIGHT
INCORPORATOR

The name and address of the incorporator is; and I hereby am familiar with and accept the duties as registered agent for said corporation.

NAME

ADDRESS

DENNIS MADLER

1800 Saint Lucie Blvd.
Bldg. #12-205, P.O. Box 3268
Stuart, Fl 34995

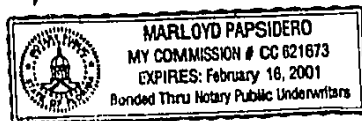
IN WITNESS WHEREOF, I have subscribed my name this

Dennis Madler
REGISTERED AGENT

STATE OF FLORIDA :
: SS
COUNTY OF MARTIN .. :

On this August 5, 1997, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Dennis Madler known to me to be the person whose name is subscribed, to the within instrument, and acknowledged that he executed the same for the purpose therein contained. Produced Florida D.L.

IN WITNESS WHEREOF, I hereto set my had official seal.



Marloyd Papsidero
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES: