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SEPTEMBER 22, 1997

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL 32314

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-09/25/97--01006--017  
\*\*\*\*122.50 \*\*\*\*122.50

RE: M & M, INC.

TO WHOM IT MAY CONCERN:

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF ARTICLES OF INCORPORATION, TOGETHER WITH MY CHECK IN THE AMOUNT OF \$122.50.

THIS REPRESENTS THE COST OF THE FILING FEES, CERTIFIED COPY OF ARTICLES OF INCORPORATION AND FEE FOR REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

VERY TRULY YOURS,

*Deann Gatteny*

DEANN GATTENY  
REGISTERED AGENT

FILED  
97 SEP 25 AM 3.16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Nadan SEP 26 1997

FILED  
97 SEP 25 AM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

M & M, INC.

THE UNDERSIGNED SUBSCRIBER(S) TO THESE ARTICLES OF INCORPORATION, NATURAL PERSON(S) COMPETENT TO CONTRACT, HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA

ARTICLE I - CORPORATE NAME

THE NAME OF THE CORPORATION IS:

M & M, INC.

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO FLORIDA LAW.

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF ENGAGING IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND SHARES (1000) OF DOLLAR(S) (\$1) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

THE PRINCIPAL OFFICE, IF KNOWN, OR THE MAILING ADDRESS OF THE CORPORATION IS:

NAME: MARK COMBS

ADDRESS: 21620 INDIAN BAYOU DRIVE

CITY/STATE/ZIP: FT. MYERS BEACH, FL 33931

THE NAME AND STREET ADDRESS OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

NAME: DEANN GATTENY

ADDRESS: 18518 VIOLET ROAD

CITY/STATE/ZIP: FT. MYERS, FL 33912

ARTICLE VI - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE TWO(2) DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BY LESS THAN ONE(1). THE NAME AND ADDRESS OF THE INITIAL DIRECTORS OF THE CORPORATION IS AS FOLLOWS:

NAME: MARK COMBS

ADDRESS: 21620 INDIAN BAYOU ROAD

CITY/STATE/ZIP: FT. MYERS BEACH, FL 33931

NAME: MICHAEL H. STANTON

ADDRESS: 17660 TAYLOR DRIVE SW

CITY/STATE/ZIP: FT. MYERS, FL 33908

ARTICLE VII - INCORPORATORS

THE NAME AND ADDRESS OF THE INCORPORATOR SIGNING THESE ARTICLES OF INCORPORATION IS AS FOLLOWS:

NAME: MARK COMBS

ADDRESS: 21620 INDIAN BAYOU DRIVE

CITY/STATE/ZIP: FT. MYERS, FL 33931

NAME: MICHAEL H. STANTON

ADDRESS: 17660 TAYLOR DRIVE SW

CITY/STATE/ZIP: FT. MYERS, FL 33908

IN WITNESS WHEREOF, IN UNDERSIGNED SUBSCRIBER HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 19 DAY OF Sept, 1997.

Mark Combs (SEAL)

Michael H. Stanton (SEAL)

STATE OF FLORIDA)  
COUNTY OF LEE)

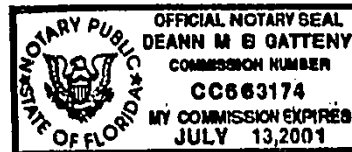
ON September 19, 1997 BEFORE ME, A NOTARY PUBLIC AUTHORIZED  
TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE,  
PERSONALLY APPEARED Mark Combs + Michael Stanton KNOWN TO ME AND  
KNOWN TO BE THE PERSON(S) WHO EXECUTED THE FOREGOING ARTICLES OF  
INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT They EXECUTED  
THESE ARTICLES IN INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL, IN  
THE STATE AND COUNTY AFORESAID, THIS 19 DAY OF Sept, 1997.

(NOTARY SEAL)

Deann M B Gatteny  
(NOTARY PUBLIC, STATE OF FLORIDA)

MY COMMISSION EXPIRES:



CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT  
CERTIFICATE OF REGISTERED AGENT  
OF  
M & M, INC.

PURSUANT TO FLORIDA STATUTES SECTIONS 48.091 AND 607.0501, THE  
FOLLOWING IS SUBMITTED:

THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE  
STATE OF FLORIDA WITH ITS REGISTERED OFFICE AS INDICATED IN THE  
ARTICLES OF INCORPORATION

AT 18518 VIOLET ROAD, FT. MYERS, FL 33912

HAS NAMED DEANN GATTENY

LOCATED AT THE AFORESAID ADDRESS, AS ITS REGISTERED AGENT TO ACCEPT  
SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS  
FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, AND BEING FAMILIAR WITH THE OBLIGATIONS OF THAT  
POSITION, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO  
COMPLY WITH THE PROVISIONS OF FLORIDA LAW IN KEEPING OPEN SAID  
OFFICE.

Deann Gatteny  
(REGISTERED AGENT)

FILED  
97 SEP 25 AM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA