

**CORPORATE  
ACCESS,  
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2656 or (800) 969-1666 . Fax (904) 222-1666

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1.) *MS Properties, Inc.*  
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

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ARTICLES OF INCORPORATION

OF

MJ PROPERTIES, INC.

A business corporation filed pursuant to F.S. Chapter 607

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act adopts the following Articles of Incorporation.

Article I

CORPORATE NAME

The name of the Corporation is:

MJ Properties, Inc.

Article II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is:

MJ Properties, Inc.  
2496 NW 87 Lane  
Sunrise, FL 33322

Article III

NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any and all activity or business permitted under the laws of the United States and of the State of Florida.

Article IV

CAPITAL STOCK

The Corporation is authorized to issue and to have outstanding at any one time an aggregate of 1000 shares of no par common stock. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Article V

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one.

Article VI

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: ROBERT J. PROW

INITIAL REGISTERED OFFICE: 2496 NW 87 Lane  
Sunrise, FL 33322

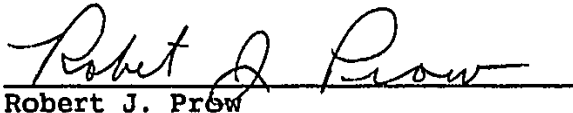
Article VII

INCORPORATORS

The name and address of the incorporator executing these Articles of Incorporation is:

Robert J. Prow  
2496 NW 87 Lane  
Sunrise, FL 33322

The undersigned incorporator has executed these Articles of Incorporation on September 26, 1997.

  
Robert J. Prow

**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.

1. The name of the corporation is:

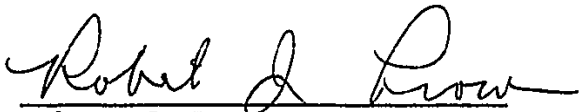
MJ PROPERTIES, INC.

2. The name and address of the registered agent and office is:

Robert J. Prow  
2496 NW 87 Lane  
Sunrise, FL 33322

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my positions as registered agent.

Dated as of September 26, 1997

  
Robert J. Prow

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