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October 22, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-10/24/97--01047-010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: M.T.G. Finance, Inc.

Gentlemen:

Enclosed please find the original and a copy of the Articles of Incorporation for the above-referenced corporation, along with a check for \$70.00 to cover the filing fee. Please file the original and return a stamped copy to me at your earliest convenience.

Sincerely,

ALLEY, MAASS, ROGERS  
& LINDSAY, P.A.

BY: Louis L. Hamby III  
LOUIS L. HAMBY III

LLH III/cr  
Enc.

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT 24 AM 10:55

*L. Hamby III*

EFFECTIVE DATE

10/22/97

**ARTICLES OF INCORPORATION  
OF  
M.T.G. FINANCE, INC.**

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DIVISION OF CORPORATIONS  
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Article I - Name

The name of this corporation is M.T.G. FINANCE, INC.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 7,500 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V - Principal Office: Mailing Address

The street address of the principal office and mailing address of the corporation is 1601 Belvedere Rd., Suite 207 South, West Palm Beach, Florida 33406.

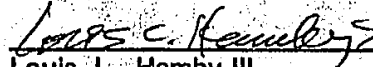
Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 321 Royal Poinclana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is Louis L. Hamby III.



Acceptance of Designation

The undersigned, Louis L. Hamby III, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

  
Louis L. Hamby III

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