

S. M. SALVESEN
1850 VICTORIA AVENUE
FORT MYERS, FL 33901
PHONE: (941) 332-3998

P97000092632

October 24, 1997

100002330261--4
-10/27/97--01091--017
*****70.00 *****70.00

Florida Dept. of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Dear Sirs:

Enclosed are two copies of the Articles of Incorporation for SMTM, Inc.,
together with your required fee in the amount of \$70.00.

Your prompt attention will be greatly appreciated.

Sincerely


S. M. Salvesen

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 27 PM 3:49

51
10/28

ARTICLES OF INCORPORATION
OF
SMTM, INC.

FILED
SECRETARY OF CORPORATIONS
DIVISION
91 OCT 27 PM 3:49

ARTICLE I - NAME

The name of this corporation is SMTM, INC.

ARTICLE II - TERM OF EXISTENCE

The corporate existence shall commence at the time of signing and acknowledging these Articles of Incorporation. The corporation shall have perpetual existence, except that the same may be dissolved, as provided by law.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the Laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a nominal or par value of One and no/100 (\$1.00) Dollar per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1850 Victoria Avenue, Fort Myers, Florida, and the name of the initial registered agent of this corporation at that address is S. M. SALVESEN. The corporation's principal address and the registered office mailing address is the same.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased from time to time by the bylaws of the corporation but shall never be less than one (1).

The name and address of the initial directors of this corporation are:

NAME	ADDRESS
PAUL R. GERMAINE	1850 Victoria Avenue Fort Myers, Florida 33901
JAMES G. COLLIER	1850 Victoria Avenue Fort Myers, Florida
S. M. SALVESEN	1850 Victoria Avenue Fort Myers, Florida 33901

ARTICLE VII - INCORPORATORS

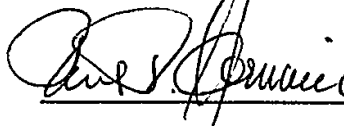
The name and addresses of the persons signing these Articles are:

NAME	ADDRESS
PAUL R. GERMAINE	1850 Victoria Ave. Fort Myers, Florida 33901
JAMES G. COLLIER	1850 Victoria Avenue Fort Myers, Florida 33901
S. M. SALVESEN	1850 Victoria Avenue Fort Myers, FL 33901

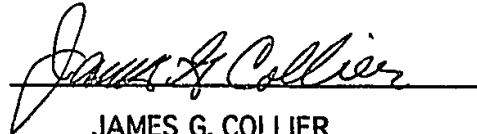
ARTICLE VIII - AMENDING & REPEALING

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

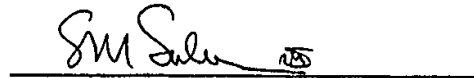
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 24th day of October, 1997.



PAUL R. GERMAINE



JAMES G. COLLIER



S. M. SALVESEN

REGISTERED AGENTS ACCEPTANCE:

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



S. M. SALVESEN

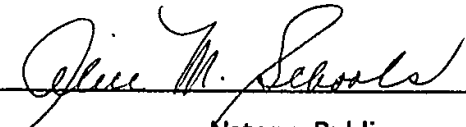
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 27 PM 3:49

STATE OF FLORIDA)

) ss:
COUNTY OF LEE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared PAUL R. GERMAINE, JAMES G. COLLIER and S. M. SALVESEN, identifying themselves by presenting Florida Drivers Licences, and who did not take an oath, acknowledged they had executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 24th day of October, 1997.



Notary Public

My commission expires: _____

