

(SAMPLE LETTER OF TRANSMITTAL)

P970000 98805

Date November 14, 1997

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

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-11/17/97--01143--013
***122.50 ***122.50

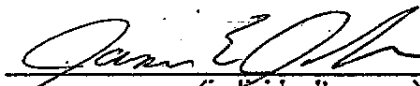
Re: Treasure Coast Management Services, Inc.
(name of corporation)

Gentlemen:

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,


(individual's name)
James E. Johnson

Treasure Coast Management Services, Inc.
(name of corporation)

FILED
97 NOV 17 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B3
11-20-97

MAILING ADDRESS OF CORPORATION		
3026 S.E. Farley Rd.		
Port St. Lucie, FL. 34952		
PHONE		
(561)	335-5770	
Area Code	Number	Ext.

ARTICLES OF INCORPORATION

of

Treasure Coast Management Services, Inc.

(name of corporation)

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:

Treasure Coast Management Services, 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 five hundred shares (500) of one Dollar(s) (\$ 1.00) 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	Treasure Coast Management Services, Inc.		
ADDRESS	3026 S.E. Farley Rd.		
CITY	Port St. Lucie	FLORIDA	ZIP 34952

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	James E. Johnson		
ADDRESS	3026 S.E. Farley Rd.		
CITY	Port St. Lucie	FLORIDA	ZIP 34952

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	James E. Johnson		
ADDRESS	3026 S.E. Farley Rd.		
CITY	Port St. Lucie	STATE Florida	ZIP 34952
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

FILED
97 NOV 17 AM 9:33
SEMINOLE COUNTY OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	James E. Johnson		
ADDRESS	3026 S.E. Farley Rd.		
CITY	Port St. Lucie	STATE	Florida ZIP 34952
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 14th day of November, 1997.

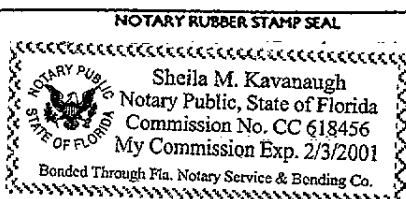
_____(Seal)
 _____(Seal)
 _____(Seal)

STATE OF FLORIDA)
) SS
 COUNTY OF St. Lucie)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

<u><i>James E. Johnson</i></u> Signature	<u><i>Known to me personally</i></u> Form of Identification
_____ Signature	_____ Form of Identification
_____ Signature	_____ Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed these Articles of Incorporation, that I relied upon the form of identification of the above named person as indicated opposite each name, and that an oath (was)(was not) taken.



Witness my hand and official seal in the County and State last aforesaid this 14th day of November, 1997.
Sheila M. Kavanaugh
 Notary Signature
Sheila M. Kavanaugh
 Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

Treasure Coast Management Services, Inc.
(name of corporation)

FILED
97 NOV 17 AM 9:35
STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

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 3026 S.E. Farley Rd.

Port St. Lucie, FL. 34952

has named James E. Johnson

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.


(registered agent)
James E. Johnson