

P98000027744

SOBERING, WHITE & LUCZAK, P.A.
ATTORNEYS AT LAW

201 SOUTH ORANGE AVENUE
SUITE 1000
ORLANDO, FLORIDA 32801

M. BRADLEY LUCZAK
ROBERT B. WHITE, JR.

BARRY J. SOBERING
OF COUNSEL

TELEPHONE (407) 425-4305
TELECOPIER (407) 425-4304

GREGORY W. GLASS
VIVIEN J. MONACO
SALLY R. MURRAY

March 13, 1998

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

400002465254--3
-03/23/98-01099-020
****122.50 ****122.50

Re: Market 121, Inc.
Our File No. 716-1

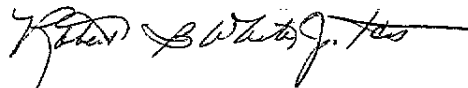
Dear Sir or Madam:

Enclosed are an original and one copy of Articles of Incorporation pertaining to Market 121, Inc., together with our check in the amount of \$122.50, representing the filing fees of \$35.00, designation of registered agent fee of \$35.00, and \$52.50 to obtain a certified copy of the Articles after the same has been filed.

If you have any questions, please do not hesitate to call my office "collect."

Thank you for your assistance in this regard.

Very truly yours,



Robert B. White, Jr.

/clt
Enclosures

FILED
98 MAR 23 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAR 25 1998

ARTICLES OF INCORPORATION
OF
MARKET 121, INC.

FILED
98 MAR 23 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby makes and subscribes these Articles of Incorporation intending to form a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is MARKET 121, INC.

ARTICLE II - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by Chapter 607, Florida Statutes, as presently in effect and as it may be amended from time to time in the future.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue ten thousand (10,000) shares of common stock, each share having a par value of \$1.00.

ARTICLE IV - DURATION

The corporation is to have perpetual existence, beginning in accordance with law.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1107 South Division Avenue, Suite B, Orlando, Florida, 32805, and the name of the initial registered agent is Jennyfer E. Sumner.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation is 1107 South Division Avenue, Suite B, Orlando, Florida, 32805.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The initial director of this corporation shall be:

Jennyfer E. Sumner
2709 Gulfstream Road
Orlando, FL 32805

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

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

ARTICLE XI - INCORPORATOR

The name and address of the person signing these articles is:

Jennyfer E. Sumner
2709 Gulfstream Road
Orlando, FL 32805

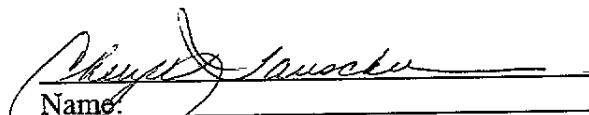
IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 12 day of March, 1998.

Incorporator


JENNYFER E. SUMNER

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 12th day of March, 1998
by JENNYFER E. SUMNER, who is personally known to me or who has produced Id
Cheryl L. Tauscher as identification and who did not take an oath.


Name: _____
(Print)
NOTARY PUBLIC
State of Florida

My Commission Expires:




Cheryl L. Tauscher
MY COMMISSION # 00607516 EXPIRES
December 30, 2001
BONDED THRU TROY FALM REINSURANCE INC

DESIGNATION OF REGISTERED AGENT

Pursuant to Chapter 48.0501, Florida Statutes, the following is submitted in compliance with said Act:

That MARKET 121, INC., a corporation being organized to exist under the laws of the State of Florida with its registered office located at 1107 South Division Avenue, Suite B, Orlando, Florida, 32805, has named Jennyfer E. Sumner, located at that address as its agent to accept service of process within the State.


JENNYFER E. SUMNER

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-entitled corporation at the registered office designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


JENNYFER E. SUMNER

FILED
98 MAR 23 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA