THE UNITED STATES CORPORATION CAMPANY

ACCOUNT NO. : 072100000032

REFERENCE :

848828

85036A

AUTHORIZATION:

COST LIMIT : \$ 122.50

ORDER DATE : June 9, 1998

ORDER TIME : 10:49 AM

ORDER NO. : 848828-005

CUSTOMER NO: 85036A

CUSTOMER: Robert A. Forlizzo, Esq

FORLIZZO & NEAL

Suite 300

Clearwater, FL 33762

13577 Feather Sound Drive 100002553011--3

DOMESTIC FILING

NAME:

MML ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY PLAIN STAMPED COPY

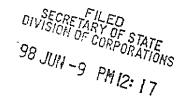
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Turner

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

<u>OF</u>



MML ASSOCIATES, INC.

The undersigned, as incorporator, forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE I.

NAME

The name of this Corporation is MML ASSOCIATES, INC.

ARTICLE II.

PRINCIPAL OFFICE

The initial principal address of this Corporation is:

13577 Feather Sound Drive, Suite 300 Clearwater, FL 33762

ARTICLE III.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this Corporation and the street address of the Registered Office is as follows:

Name: ROBERT A. FORLIZZO

Address: 13577 Feather Sound Drive, Suite 300

Clearwater, FL 33762

ARTICLE IV.

INCORPORATOR

The name and address of the Incorporator of this Corporation is:

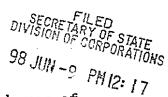
Name: ROBERT A. FORLIZZO

Address: 13577 Feather Sound Drive, Suite 300

Clearwater, FL 33762

ARTICLE V.

CAPITAL STOCK



This Corporation is authorized to issue 100,000 shares of \$.01 par value common stock.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the undersigned's hand and seal this 8th day of June, 1998, for the purpose of organizing this Corporation under the laws of the State of Florida.

ROBERT A. FORLIZZO

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office. Date: June 8, 1998.

ROBERT A. FORLIZZO