57025 LETTER ANSMITTAL

June 22, 1998

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

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SUBJECT: M. T. F. & ASSOCIATES, INC.

Enclosed herewith is an original and (2) copies of the Articles of Incorporation of the above named proposed corporation. In addition to these is a check for:

\$131.25 - Filing Fee, Certified Copy & Certificate

FROM:

Michael T. Fitzpatrick

5465 Waterside Drive

Jacksonville, FL 32210

(904) 387-2342



W6-25-98

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

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ARTICLE I NAME

The name of the corporation shall be:

M. T. F. & Associates, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6010 Duclay Road, Suite 100 Jacksonville, Florida 32244

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares of stock

<u>ARTICLE IV INITIAL REGISTERED AGENT</u> <u>AND STREET ADDRESS</u>

The name and Florida street address of the initial registered agent are:

Michael Thomas Fitzpatrick 6010 Duclay Road, Suite 100 Jacksonville, Florida 32244

ARTICLE V INCORPORATOR

The name and address of the incorporator of these Article of Incorporation are:

Michael Thomas Fitzpatrick 5465 Waterside Drive Jacksonville, Florida 32210

CAL. Signature/Incorporator Date

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and agree to accept the obligations of my position as registered agent.

Signature/Registered Agen Date