

BMM&W

BRANT, MOORE, MACDONALD & WELLS, PA.

ATTORNEYS AND COUNSELLORS

50 North Laura Street • Suite 3100
Jacksonville, Florida 32202

P98000075287

August 25, 1998

98 AUG 26 AM 7:46
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Richard W. Buck
rwbuck@bmmw-law.com

Corporate Division
Department of State
George Firestone Building
Post Office Box 6327
Tallahassee, Florida 32314

409 East Gaines Street
Tallahassee, Florida 32399

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****122.50 ****122.50

Re: MS-HR1, Inc.

Dear Sir/Madam:

Enclosed please find two (2) original Articles of Incorporation for the above referenced corporation. We have also enclosed a check in the amount of \$122.50 to cover the cost of filing fee. We would appreciate your filing the Articles of Incorporation immediately upon receipt and returning a certified copy of the filing to our office.

If you have any questions, please do not hesitate to call.

Very truly yours,



Richard W. Buck

RWB/r/p
Enclosures
131947.1

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ARTICLES OF INCORPORATION
OF
MS-HR1, INC.

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ARTICLE I - NAME

The name of this Corporation is MS-HR1, Inc.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of the common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 1879 Salt Myrtle Lane, Orange Park, Florida 32073. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

ARTICLE VII - INITIAL DIRECTORS

The name and street address of the member of the first Board of Directors is:

Michael Stokes
1879 Salt Myrtle Lane
Orange Park, Florida 32073

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Richard W. Buck
50 North Laura Street
Jacksonville, Florida 32202

ARTICLE IX - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

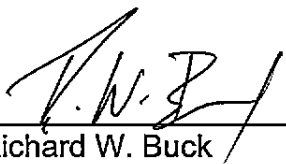
The street address of the initial registered office of this Corporation is 50 North Laura Street, Jacksonville, Florida 32202 and the name of the initial registered agent of this Corporation at that address is Richard W. Buck.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.


ARTICLE XII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.


_____(SEAL)
Richard W. Buck
Incorporator

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for MS-HR1, Inc., a Florida corporation, in accordance with Florida Statutes, Section 607.0501.



Richard W. Buck
Registered Agent

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