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ATTORNEYS AT LAW

PLAZA 1551

1551 FORUM PLACE, BLDGS. 200 & 400

WEST PALM BEACH, FLORIDA 33401

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WEST PALM BEACH, FL 33402-3948

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****122.50 *****78.75

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

Re: Manalapan Trust Group, Inc.

Gentlemen:

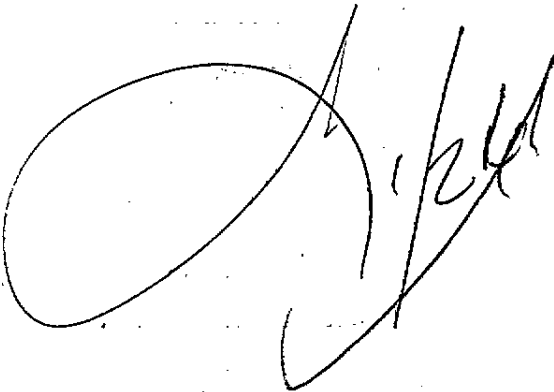
Enclosed please find an original and one copy of Articles of Incorporation which I would appreciate your filing. A check in the amount of \$122.50 is enclosed for the filing fees. A stamped, self-addressed envelope is also enclosed for your convenience in returning the certified copy of the filed Articles to me.

Thank you for your attention to the foregoing.

Cordially,


JOHN M. KOENIG, JR.

:dg
Enclosures



99 JAN 21 PM 3:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
MANALAPAN TRUST GROUP, INC.

FILED
99 JAN 21 PM 3:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I - Name and Address

The name of this corporation is **MANALAPAN TRUST GROUP, INC.** with its principal address as 201 North Oak Street, Lantana, FL 33465-4116.

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose and Powers

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description. The corporation shall have all of the powers authorized under applicable law.

Article IV - Shares of Stock

The corporation is authorized to issue one hundred (100) shares of common stock with no par value.

Article V - Initial Registered Office and Agent

The street address of initial registered office of this corporation is 1551 Forum Place, Buildings 200 & 400, West Palm Beach, FL 33401 and the name of the initial registered agent of this corporation at that address is JOHN M. KOENIG, JR..

Article VI - Initial Board of Directors

This corporation shall have one (1) director 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 name and address of the initial director of this corporation is:

Paul E. Beauchamp
P. O. Box 4116
Lantana, FL 33465

Article VII - Incorporators

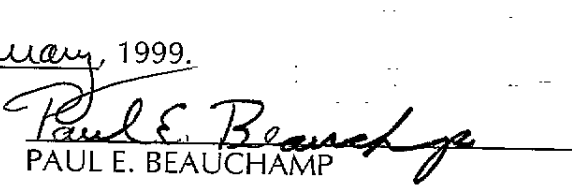
The name and address of the person signing these Articles of Incorporation is:

Paul E. Beauchamp
P. O. Box 4116
Lantana, FL 33465

Article VIII - Amendment

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 18 day of January, 1999.


PAUL E. BEAUCHAMP

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared PAUL E. BEAUCHAMP, who is personally known to me or who have produced as identification Fl. Dr. Lic. and who did
B251-685-58-2550

execute the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this the 18 day of January 1999.

Sandra L. Givets
(Signature of Notary)
Sandra L. Givets
(Printed Name of Notary)



Sandra L. Givets
MY COMMISSION # CC532325 EXPIRES
April 23, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

Notary Public, State of Florida

(Commission Number)

My commission expires: _____


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First—That **MANALAPAN TRUST GROUP, INC.** desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at the City of Lantana, County of Palm Beach, State of Florida, has named JOHN M. KOENIG, JR., 1551 Forum Place, Buildings 200 & 400 of the City of West Palm Beach, State of Florida, as its agent to accept service of process within this state.

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.


JOHN M. KOENIG, JR.
Registered Agent

FILED
99 JAN 21 PM 3:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA