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3 Feb 99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed please find the original
plus two copies of the Articles
of Incorporation for MWRD Corp,
And self-addressed stamped envelope
and filing fee check of \$70.00.

Please file and send certificate
of incorporation at your earliest
convenience.

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*****70.00 *****70.00

Thank you very much.

Jane R. Dube

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ARTICLES OF INCORPORATION
OF
MJRD INCORPORATED,
A FLORIDA CORPORATION.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of MJRD Incorporated, a Florida corporation, (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is MJRD INCORPORATED, and the street address of the initial principal office of the Corporation is 1200 Clint Moore Road, Suite 8, Boca Raton, Florida 33487.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue one hundred (100) shares of one dollar (\$1.00) par value Common Stock.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1200 Clint Moore Road, Suite 8, Boca Raton, Florida 33487, and the name of the Initial Registered Agent of the Corporation at that address is Jane R. DeBoe.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) Directors to hold office until the first Annual Meeting of the Shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation, but shall never be fewer than two (2). The names and addresses of the initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Jane R DeBoe	820 Forsyth Street Boca Raton, Florida 33487
Thomas S. DeBoe	820 Forsyth Street Boca Raton, Florida 33487

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of the Corporation is Jane R. DeBoe, 820 Forsyth Street, Boca Raton, Florida 33487.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 27th day of January, 1999.


JANE R. DeBOE

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for MJRD Incorporated, at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act relating to

the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: January 27, 1999

By:


JANE R. DeBOE
Initial Registered Agent

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