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FILED
99 MAY -7 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 3, 1999

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

200002866782-0
-05/07/99-01054-006
*****70.00 *****70.00

To Whom It May Concern;

Enclosed please find an original and one (1) copy of the Articles of Incorporation for T & M Management Company, Inc. Enclosed also find a check in the amount of \$70.00 to cover the cost of filing. Please return to me a file stamped copy.

Please feel free to call me with any questions you may have. Thank you in advance for your assistance in this matter.

Sincerely,

Thomas M. Farrell, IV

Thomas Farrell
AUTHORIZATION BY PHONE TO
CORRECT Copy home
DATE 5-12-99
DCC EXAM CB

CB
5-12-99
5

**ARTICLES OF INCORPORATION
OF
T & M MANAGEMENT COMPANY OF BREVARD**

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

This corporation shall be known as T & M Management Company OF BREVARD

ARTICLE II - PURPOSE

The purpose for which this corporation shall exist to engage in any activity of business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III - TERM OF EXISTENCE

The term for which this corporation shall exist is to be perpetual.

ARTICLE IV - CAPITAL

The amount of capital for which this corporation shall commence business is \$100.00.

ARTICLE V - STOCK

The total number of shares of capital stock which may be issued by this corporation is 100 shares, each share having a nominal par value of \$1.00 per share, all of which shall be common stock and shall be fully paid and non-assessable.

ARTICLE VI - ADDRESS OF BUSINESS

The initial address of the principal office of this corporation shall be:

3799 S. Banana River Blvd, # 511 C/O Farrell, Cocoa Beach, FL
32931.

The Board of Directors may from time to time move this principal office to any other address in the State of Florida.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this corporation is:

Estelle F. Farrell, 3799 S. Banana River Blvd, #511 C/O Farrell,
Cocoa Beach, FL 32931.

ARTICLE VIII - INITIAL DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased from time to time by the by-laws, but shall never be less than one (1) or more than three. The name and address of the initial directors are as follows:

Thomas M. Farrell, III, 3799 S. Banana River Blvd, #511, Cocoa Beach, FL 32931.

Estelle F. Farrell, 3799 S. Banana River Blvd, #511, Cocoa Beach, FL 32931.

ARTICLE IX - SUBSCRIBERS

The name and post office address of the subscribers to these Articles of Incorporation are as follows:

Thomas M. Farrell, III, 3799 S. Banana River Blvd, #511, Cocoa Beach, FL 32931.

Estelle F. Farrell, 3799 S. Banana River Blvd, #511, Cocoa Beach, FL 32931.

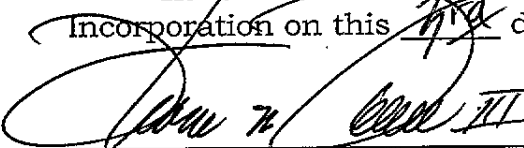
ARTICLE X - AMENDMENT

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

ARTICLE XI - SUBCHAPTER S ELECTION

The corporation elects to become a small business concern under Subchapter S of the Internal Revenue Code of 1954.

~~IN WITNESS WHEREOF~~, the undersigned executed these Articles of Incorporation on this 17th day of May, 1999.

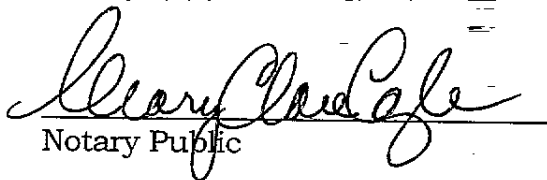

THOMAS M. FARRELL, III


ESTELLE F. FARRELL

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was subscribed to before me this 3rd day of May, 1999, by Thomas M. Farrell, III, to me personally known (or who produced _____ as identification), who stated under oath that he is the person described in and who executed said instrument for the purposes therein expressed.


Notary Public

MARY CLARE COYLE
Type or Print Notary Name,
Expiration Date and Commission No.



Mary Clare Coyle
My Commission CC821252
Expires March 28, 2003

The foregoing instrument was subscribed to before me this 3rd day of May, 1999, by appeared Estelle F. Farrell, to me personally known (or who produced _____ as identification), who stated under oath that she is the person described in and who executed said instrument for the purposes therein expressed.


Notary Public

MARY CLARE COYLE
Type or Print Notary Name,
Expiration Date and Commission No.



Mary Clare Coyle
My Commission CC821252
Expires March 28, 2003

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the appointment as resident agent of the above captioned corporation in accordance with the applicable statute.

WITNESS my hand and official seal this 3rd day of May, 1999.

Estelle F. Farrell

ESTELLE F. FARRELL

FILED
99 MAY - 7 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA