

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO00000020992

PMG Consulting Group, Inc.

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*****78.75 *****78.75

✓ Art of Inc. File Cert.

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

✓ Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

APPROVED
AND
FILED

00 FEB 29 PM 2:51

RECEIVED

00 FEB 29 PM 2:42

2/29

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

**ARTICLES OF INCORPORATION
OF
DMG CONSULTING GROUP, INC, INC**

ARTICLE I - NAME

The name of this corporation is DMG CONSULTING GROUP, INC, INC

ARTICLE II - DURATION

The duration of the corporation shall be perpetual

ARTICLE III - PURPOSE

The corporation may transact any and all lawful business for which corporations
may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock of \$1.00 par value.

ARTICLE V - PRINCIPAL OFFICE

The principal office address DMG CONSULTING GROUP, INC
Is 4330 NW 19th Ave, Pompano Beach, FL 33064
which is the same address as the registered office of the corporation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4330 NW 19th Ave,
Pompano Beach, FL 33064, and the name of the initial registered agent of this corporation at
the address is John P Grandinetti

ARTICLE VII - 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. The
name and addresses of the initial directors of the corporation are :

John P Grandinetti
4330 NW 19th Ave, Pompano Beach, FL 33064

ARTICLE VIII - INCORPORATOR

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB 29 PM 2:51

APPROVED
AND
FILED

John P Grandinetti
4330 NW 19th Ave, Pompano Beach, FL 33064

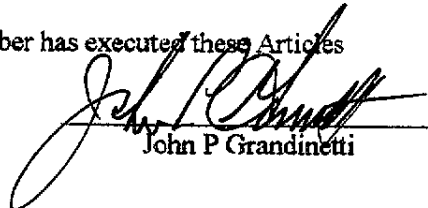
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - CONFLICTS OF INTEREST

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that the firm is so interested shall be disclosed or shall have been known to the Board of Directors of a majority thereof, and any director of this corporation who is also a director of such other corporation, who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation not so interested. If there shall only be one director of the corporation at the time any meeting of the Board of Directors of this corporation would otherwise be required to authorize any such contract or transaction, and if the vote or consent of such contract of transaction, and if the vote or consent of such interested director may not, by statute, be counted to authorize, approve or ratify the said act, contract or transacting, then and in that event, a majority of the shareholders of the corporation shall be authorized and empowered to authorize, approve or ratify any such act, contract or transition with the same full force and effect as if the same had been authorized.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of February 2000.


John P Grandinetti

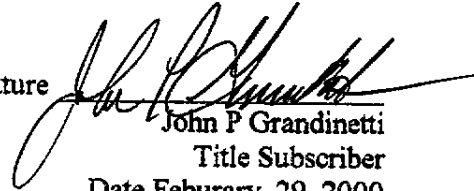
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE

FOLLOWING IS SUBMITTED:

FIRST -- THAT DMG CONSULTING GROUP, INC
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF
PLANTATION, is 4330 NW 19th Ave, Pompano Beach, FL 33064, HAS NAMED John P
Grandinetti AS REGISTERED AGENT, LOCATED AT is 4330 NW 19th Ave, Pompano
Beach, FL 33064, STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

Signature


John P Grandinetti
Title Subscriber
Date February 29, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OFF ALL STATUTES RELATIVE TO
THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Signature


Date February 29, 2000

APPROVED
AND
FILED

00 FEB 29 PM 2:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA