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ACCOUNT NO. : 072100000032

REFERENCE : 907671 124904A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 22 PM 12:51

ORDER DATE : November 22, 2000

ORDER TIME : 10:28 AM

ORDER NO. : 907671-005

CUSTOMER NO: 124904A

CUSTOMER: John P. Miller, Cpa
John P. Miller, C.p.a., P.a.

2499 Glades Road, Suite 305a

Boca Raton, FL 33431

400003474314--2

DOMESTIC FILING

NAME: MATTHEW MCKINNEY ENTERPRISES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

ga
11/22/00

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NOV 22 11:02 AM '00

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

of

MATTHEW MCKINNEY ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation shall be:

MATTHEW MCKINNEY ENTERPRISES, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Matthew McKinney Enterprises, Inc.
4541 Bougainvillea Dr. Unit 4
Lauderdale-by-the-Sea, FL 33308

ARTICLE III - DURATION

This corporation shall exist perpetually unless dissolved by Florida Law.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Hundred (100) Shares of One Dollar (\$1.00)
Par Value Common Stock.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent of this Corporation is:

John P. Miller
2499 Glades Road, Suite 305A
Boca Raton, FL 33441

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is as follows:

John P. Miller
2499 Glades Road, Suite 305A
Boca Raton, FL 33441

ARTICLE IX -- OFFICERS AND DIRECTORS

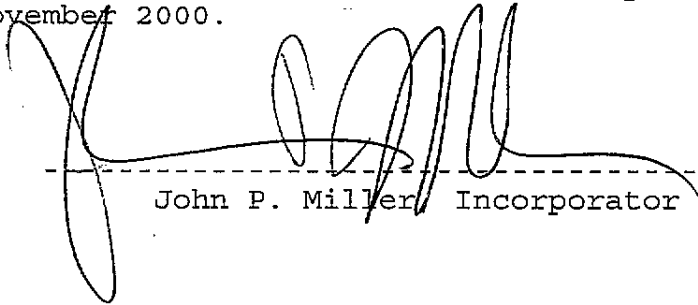
The name, address, and title of the initial one corporate officer is as follows:

Matthew McKinney, President
4541 Bougainvillea Dr. Unit 4
Lauderdale-by-the-Sea, FL 33308

The name, address, and title of the initial one corporate director is as follows:

Matthew McKinney, Director
4541 Bougainvillea Dr. Unit 4
Lauderdale-by-the-Sea, FL 33308

The undersigned has executed these Articles of Incorporation this 21st day of November 2000.



John P. Miller Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

00 NOV 22 PM 12:51

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is Matthew McKinney Enterprises, Inc.

2. The name and address of the registered agent and office is:

John P. Miller
2499 Glades Road Suite 305A
Boca Raton, FL 33421

SIGNATURE 

TITLE: Registered Agent

DATE: November 21st, 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE: November 21st, 2000