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FLORIDA PROFIT CORPORATION OR P.A.

JMH MANAGEMENT, INC.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 19, 2001

FLEMING, HAILE & SHAW

SUBJECT: JMH MANAGEMENT, INC.
REF: W01000001451

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THE CONFLICT IS JMH MANAGEMENT, INC.

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Neysa Culligan
Document Specialist

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ARTICLES OF INCORPORATION
OF
JMH MANAGEMENT GROUP, INC.

The undersigned, acting as the Incorporator of a corporation (the "Corporation") under the laws of the State of Florida as contained in the "Florida Business Corporation Act", Chapter 607 of the Florida Statutes, as amended, does hereby adopt the following Articles of Incorporation for the Corporation:

1. The name of the Corporation is JMH Management Group, Inc.
2. The initial mailing address of the Corporation is:

10 Elgin Lane,
Palm Beach Gardens, Florida 33418
3. The Corporation shall have perpetual existence.
4. The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00), all of one class.
5. The address of the initial registered office of the Corporation is 11780 U.S. Highway One, Suite 300, North Palm Beach, Florida 33408. The Registered Agent at that address is FHS Corporate Services, Inc.
6. The name of the Incorporator is Jeffrey C. Pepin and his address is 11780 U.S. Highway One, Suite 300, North Palm Beach, Florida 33408.
7. The name of the initial Director is Janice M. Hurt.
8. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders are subject to these reservations.
9. The effective date of the Corporation shall be the date of the execution of these Articles of Incorporation by the undersigned, provided these Articles are filed with the Florida Department of State within the time allowed by law.

IN WITNESS WHEREOF, the undersigned has this 19th day of January, 2001 made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.


Jeffrey C. Pepin,
Incorporator

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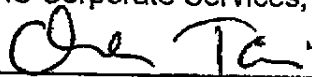
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ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts its appointment as Registered Agent of the aforesaid Corporation. We are familiar with, and accept, the obligations of, Section 607.0505 of the Florida Statutes.

FHS Corporate Services, Inc.



By: Oren Tasini,
Asst. Secretary

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