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MIERZWA & ASSOCIATES, P.A.

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January 2, 2002

VIA OVERNIGHT MAIL

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****131.25 ****87.50

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

W02-359

Re: Articles of Incorporation of
CMG Enterprises, Inc.
Our File No. 803871.2001

Dear Sir/Madam:

Enclosed is an original and one copy of the articles of incorporation and Acceptance of Registered Agent for a Florida Corporation. Also, enclosed is this firm's trust account check number 1963 in the amount of $131.25 which is to cover the cost of filing and to obtain a certified copy and certificate.

If you need any additional information, please contact our office.

Sincerely,

Joy L. Hickle

Joy L. Hickle
Legal Assistant

FILED
02 JAN 11 PM 12: 12
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Enclosures

01-11-02

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 4, 2002

MIERZWA & ASSOCIATES, P.A.
ATTN: JOY L. HICKLE
3900 WOODLAKE BLVD STE 212
LAKE WORTH, FL 33463-3045

SUBJECT: CMG ENTERPRISES, INC.
Ref. Number: W02000000359

We have received your document for CMG ENTERPRISES, INC. and your check(s) totaling $131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 002A00000555

FILED

02 JAN 11 PM 12: 12

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF

CMG FAMILY ENTERPRISES, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is "CMG FAMILY ENTERPRISES, INC."

ARTICLE II

The existence of the corporation shall begin on the date the Articles are accepted for filing by the State of Florida.

ARTICLE III

The street address of the principal office of the Corporation is P.O. BOX 790, BOYNTON BEACH, FL 33435.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 1170 NW 8TH COURT, BOYNTON BEACH, FL 33426.

The name of the initial registered agent for the Corporation at that address is Michael Francis, 1170 NW 8th Court, Boynton Beach, FL 33426.

ARTICLE VI

The initial board of directors shall consist of four members. The names and address of the persons who will serve on the initial board of directors are:

Name: Julius Glenn Francis, President
Address: P.O. Box 790
Boynton Beach, FL 33435

Name: Michael Eugene Francis, Senior Vice President
Address: P.O. Box 790
Boynton Beach, FL 33435

Name: Michelle Lee Francis, Vice President of Operations
Address: P.O. Box 790
Boynton Beach, FL 33435

Name: Catherine Francis-Huber, Vice President of Administration
Address: P.O. Box 790
Boynton Beach, FL 33435

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Name: Julius Glenn Francis
Address: 1211 NW 8th Street
Boynton Beach, FL 33426

Name: Michael Eugene Francis
Address: 1170 NW 8th Court
Boynton Beach, FL 33426

Name: Michelle Lee Francis
Address: 1170 NW 8th Court
Boynton Beach, FL 33426

Name: Catherine Francis-Huber
Address: 28 Valencia Drive
Boynton Beach, FL 33436

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation this 2 day of January, 2002.

Julius Glenn Francis
Julius Glenn Francis

Michael Eugene Francis
Michael Eugene Francis

Michelle Lee Francis
Michelle Lee Francis

Catherine Francis-Huber
Catherine Francis-Huber

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for "CMG ENTERPRISES, INC." at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S.607.0501(3).

Michael Francis
Michael Francis
REGISTERED AGENT

Dated: 1-2-2002