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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

THE CHAMPION GROUP, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
CHAMPION GROUP HOLDINGS, 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 - NAME

The name of the corporation is: *CHAMPION GROUP HOLDINGS, INC.* (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is formed to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act, Chapter 607, Florida Statutes, including any amendments thereto.

ARTICLE III - PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of the Corporation is 56 Fiesta Way, Fort Lauderdale, Florida 33301.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
<u>Authorized</u>		
1,000	\$.01	COMMON VOTING

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of the Corporation is 56 Fiesta Way, Fort Lauderdale, Florida 33301. The name of the initial registered agent of the Corporation at that address is V. Ray Harlow.

ARTICLE VI - INCORPORATOR

The name and address of the sole incorporator of the Corporation is V. Ray Harlow, 56 Fiesta Way, Fort Lauderdale, Florida 33301.

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ARTICLE VII - INITIAL DIRECTOR

The initial board of directors shall consist of one (1) member. This number may be increased (but not decreased) from time to time in accordance with the Corporation's bylaws. The name and address of the initial director of the Corporation is V. Ray Harlow, 56 Fiesta Way, Fort Lauderdale, Florida 33301.

ARTICLE VIII - INITIAL OFFICER

The initial officer of this corporation, the offices he holds and the street address of the officer is as follows:

V. Ray Harlow
56 Fiesta Way
Fort Lauderdale, Florida 33301

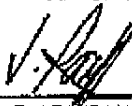
President, Secretary & Treasurer

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has executed these Articles of Incorporation of *CHAMPION GROUP HOLDINGS, INC.* this 18 day of March, 2002.


V. RAY HARLOW, Incorporator

CONSENT OF REGISTERED AGENT
OF
CHAMPION GROUP HOLDINGS, INC.

THE UNDERSIGNED, V. RAY HARLOW, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF THE UNDERSIGNED'S DUTIES AS REGISTERED AGENT, AND THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF THE POSITION OF REGISTERED AGENT.


V. RAY HARLOW, Registered Agent

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