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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Jill Bunnell
Tax Savers
812 Tamiami Trail, Suite 1
Port Charlotte, FL 33953

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

RE: MH Management Group, Inc.

July 31, 2002

GENTLEMEN:

ENCLOSED PLEASE FIND THE ORIGINAL ARTICLES OF INCORPORATION FOR THE
ABOVE MENTIONED CORPORATION AND A COPY, TOGETHER WITH A CHECK.

Please note the previous MH Management Group, Inc. has been inactive since the year 1999 therefore
the name is now available.

THIS REPRESENTS THE COST OF THE FILING FEES.

PLEASE DO NOT HESITATE TO CALL ME IF YOU MAY HAVE ANY QUESTIONS AT 941-
625-1925.

SINCERELY,

Jill Bunnell
Tax Savers
812 Tamiami Trail, Suite 1
Port Charlotte, FL 33953
941-625-1925

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
Of
MH Management Group, Inc.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME AND ADDRESS

The name of the corporation is:

MH Management Group, Inc.

The corporate address is:

100 Starport Way, Suite #4
Sanford, FL 32773

The mailing address is:

100 Starport Way, Suite #4
Sanford, FL 32773

ARTICLES II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - 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 IV - CAPITAL STOCK

The corporation is authorized to issue one thousand shares (1,000) of one Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

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

NAME: Michael Harrison
ADDRESS: 100 Starport Way, Suite #4
CITY: Sanford, FL 32714

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) director(s) 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 (1). The name and address of the initial directors of the corporation are as follows:

NAME: Michael Harrison
ADDRESS: 100 Starport Way, Suite #4
CITY: Sanford, FL 32714

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

NAME: Michael Harrison
ADDRESS: 100 Starport Way, Suite #4
CITY: Sanford, FL 32714

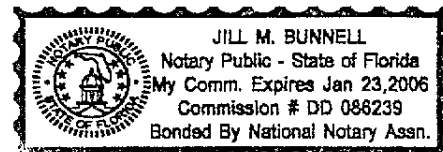
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this thirty first (31st) day of July 2002.


Michael Harrison

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Michael Harrison, personally known by me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed the Articles of Incorporation. IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this thirty first (31st) day of July 2002.


Jill M. Bunnell
Notary Public, State of Florida at Large



**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

OF

MH Management Group, Inc.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Michael Harrison, Registered Agent