

**Electronic Articles of Incorporation
For**

P02000104789
FILED
September 27, 2002
Sec. Of State

CMS HELP INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CMS HELP INC.

Article II

The principal place of business address:

800 WEST AVE.
SUITE 1001
MIAMI BEACH, FL. 33139

The mailing address of the corporation is:

800 WEST AVE.
SUITE 1001
MIAMI BEACH, FL. 33139

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

JESSY G HUEBNER
800 WEST AVE.
SUITE 1001
MIAMI BEACH, FL. 33139

I certify that I am familiar with and accept the responsibilities of registered agent.

**P02000104789
FILED
September 27, 2002
Sec. Of State**

Registered Agent Signature: JESSY HUEBNER

Article VI

The name and address of the incorporator is:

JESSY HUEBNER
800 WEST AVE.
SUITE 1001
MIAMI BEACH, FL 33139

Incorporator Signature: JESSY HUEBNER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
JESSY G HUEBNER
800 WEST AVE. # 1001
MIAMI BEACH, FL. 33139

Article VIII

The effective date for this corporation shall be:

09/26/2002