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First Union Building
Suite 400
1909 Tyler Street
Hollywood, Florida 33020
Telephone (954) 927-1909
Facsimile (954) 927-1977
E-mail
TKHKPA97@aol.com

TOLGYESI, KATZ, HANKIN & KATZ, P.A.

A T T O R N E Y S A T L A W

Reply to Hollywood Office

Ponce Plaza
Suite 303
4649 Ponce de Leon Blvd.
Coral Gables, Florida 33146
Telephone (786) 507-4649
Facsimile (786) 507-4654
E-mail
TKHKPA97@aol.com

September 30, 2002

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: INCORPORATION OF WC SOLUTIONS GROUP, INC.

Dear Secretary of State:

Enclosed herein are the original Articles of Incorporation for WC Solutions Group, Inc.. I am also enclosing a copy of the Articles of Incorporation for purposes of providing a certified copy. Also enclosed herein is this firm's check in the amount of \$87.50 representing the filing fee, fee for providing a certified copy, as well as a Certificate of Status.

Should you have any questions regarding this to be formed corporation, please contact the undersigned.

For your convenience I am enclosing a self-addressed stamped envelope for the return of the certified Articles of Incorporation.

Very truly yours,

ANTHONY L. TOLGYESI

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F. CHESLER

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TALLAHASSEE, FLORIDA
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ARTICLES OF INCORPORATION
OF
WC SOLUTIONS GROUP, INC.

The undersigned, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of the Corporation is;

WC SOLUTIONS GROUP, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation is 117 Lake Emerald Drive, Suite 101, Oakland Park, Florida 33309. The mailing address of the Corporation is 117 Lake Emerald Drive, Suite 101, Oakland Park, Florida 33309.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue ONE THOUSAND (1,000) shares of One Cent (\$0.01) par value Common Stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1909 Tyler Street, Suite 400, Hollywood, Florida 330202, and the name of the initial Registered Agent of the Corporation is Anthony L. Tolgyesi.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have ONE (1) director to hold office until the first annual meeting of shareholders and successors to said director shall have been duly elected and qualified, or until the earlier resignation, removal from office, or death of said director. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation :

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 OCT - 1 AM 10:17

NAME:

Ben Brackett

ADDRESS:

117 Lake Emerald Drive
Oakland Park, Florida 33309

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

NAME

Anthony L. Tolgyesi

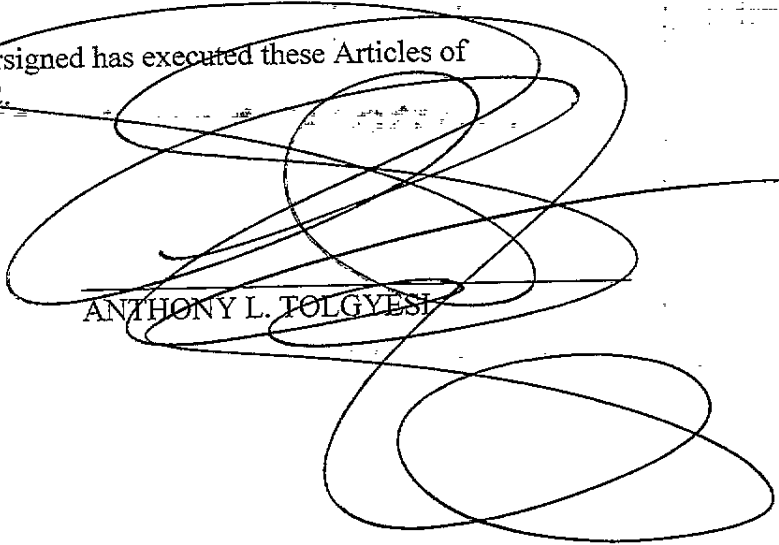
ADDRESS

1909 Tyler Street
Suite 400
Hollywood, Florida 33020

ARTICLE VIII - AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

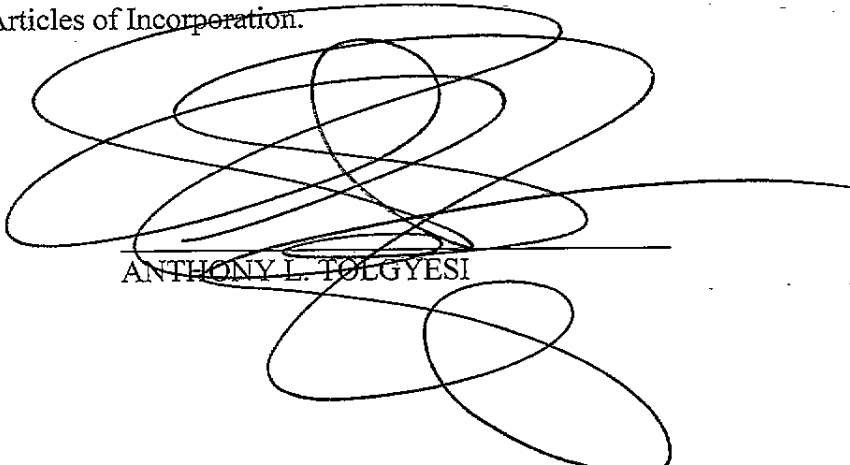
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 30 day of September, 2002.


ANTHONY L. TOLGYESI

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of **WC SOLUTIONS GROUP, INC.**, as made in the foregoing Articles of Incorporation.

DATE: September 30, 2002



ANTHONY L. TOLGYESI

STATE OF FLORIDA

COUNTY OF BROWARD

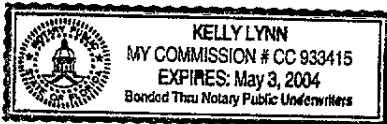
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)SS:
)

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared ANTHONY L. TOLGYESI, who is personally known to me or who has produced Florida Drivers' License as identification and who did take an oath, who is described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that executed these Articles of Incorporation.

WITNESS my hand and official seal in the county and state last aforesaid, this 30 day of September, 2002.

Name: Kelly Lynn
NOTARY PUBLIC

My Commission Expires:



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