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Date: Monday, March 20, 1995

3/20/95

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: CORPORATE CREATIONS ENTERPRISES, INC
4521 PGA BLVD., S-211

FAX: (904) 922-4000

PALM BEACH GARDENS FL 33418-0000
CONTACT: FRANK A RODRIGUEZ
PHONE: (407) 694-8107
FAX: (407) 694-1639

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MANAGEMENT CONCEPTS UNLIMITED INC.
FAX AUDIT NUMBER: H95000003194

CURRENT STATUS: REQUESTED

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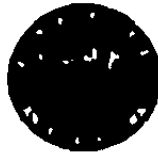
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to 45-6236
3/21/95
2nd page



FLORIDA DEPARTMENT OF STATE
Sandra B. Northing
Secretary of State

March 21, 1995

CORPORATE CREATIONS ENTERPRISES INC.

PALM BEACH GARDENS, FL

SUBJECT: MANAGEMENT CONCEPTS UNLIMITED INC.
REF: H93000006236

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Jerri Weinmann
Document Examiner

FAX Aud. #: H93000003194
Letter Number: 195400012617

Division of Corporations - P.O. Box 6127 - Tallahassee, Florida 32314

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**Articles of Incorporation
of
Management Concepts Unlimited Inc.**

Article I. Name

The name of this Florida corporation is:

Management Concepts Unlimited Inc.

Article II. Address

The mailing address of the Corporation is:

Management Concepts Unlimited Inc.
8910 Miramar Parkway, Suite 209
Miramar, FL 33025

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share. The Corporation elects to have preemptive rights.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Corporation's Bylaws. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

Corporate Creations International Inc.
4521 PGA Boulevard
Palm Beach Gardens, FL 33418
(407) 694-8107

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The name of each initial member of the Corporation's Board of Directors is:

Antoinette R. Collalto

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
4521 PGA Boulevard
Palm Beach Gardens, FL 33418

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of March 21, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on March 21, 1995.

Corporate Creations International Inc.

By: Frank A. Rodriguez
Frank A. Rodriguez, President

Corporate Creations International Inc.
4521 PGA Boulevard
Palm Beach Gardens, FL 33418
(407) 894-8107

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
Management Concepts Unlimited Inc.

REGISTERED AGENT:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

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TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises, Inc.

By: Frank A. Rodriguez
Frank A. Rodriguez, President

Date: March 21, 1995

Corporate Creations International Inc.
4521 PGA Boulevard
Palm Beach Gardens, FL 33418
(407) 694-8107

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