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Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

RE: CMG CONTRACT MANAGEMENT GROUP  
Articles of Incorporation

RECORDED 481 13100  
05/09/95 01155-005  
\*\*\*122.50 \*\*\*122.50

To Whom It May Concern:

Enclosed please find the Articles of Incorporation of CMG Contract Management Group, as well as a check in the amount of \$122.50 for filing the same. Please file the Articles of Incorporation as soon as possible. In the event the name of the corporation is unavailable, please call me so that I may give you a new name. Thank you for your anticipated cooperation in this matter.

Very truly yours,

*Samdaye S. Ali*

Samdaye S. Ali, President

SAMDAYE S. ALI  
6030 NW 19th st.  
SUNRISE, FL. 33313

Enclosure (1)

5/11/95  
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ARTICLES OF INCORPORATION

CMG CONTRACT MANAGEMENT GROUP, INC.

RECORDED  
INDEXED  
JAN 15 1965  
FBI - TAMPA

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is CMG CONTRACT MANAGEMENT GROUP, INC.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this state (Florida).

FOURTH: Authorized Shares.

Number. The aggregate number of shares that the corporation shall have the authority to issue is 10,000 shares of Capital Stock with a par value of one dollar (\$1) per share.

Initial Issue. 500 shares of the Capital Stock of the corporation shall be issued for cash, property, or services at a par value of one dollar (\$1) per share.

Stated Capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of Capital Stock of the corporation.

No classes of stock. The shares of Capital Stock are not to be divided into classes of stock.

No shares in series. The corporation is not authorized to issue shares in series.

FIFTH: The initial street address of the principal office in Florida and the initial registered office is 6030 NW 19th Street, Sunrise, Florida 33313, and the name of the initial registered agent is Samdaye S. Ali.

SIXTH: The initial Board of Directors shall consist of one member, who need not be resident of the State of Florida or shareholder of the corporation.

SEVENTH: The names and addresses of the person(s) who shall serve as director(s) until the first annual meeting of shareholders, or until their successors have been elected and qualified as follows are:

Samdaye S. Ali  
6030 NW 19th Street  
Sunrise, FL 33313

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EIGHTH: The names and addresses of the initial incorporators are as follows:

Same as the Board of Directors

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NINTH: Two-thirds of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. Two-thirds consent of all shareholders present at such meeting shall be required for any shareholder action.

TENTH: The shareholders reserve unto themselves the power to amend the bylaws of the corporation with not less than a two-thirds vote of the outstanding shares of common stock, or by written consent of all shareholders.

ELEVENTH: The shareholders reserve unto themselves the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a shareholders meeting, with not less than a two-thirds vote of the outstanding shares.

TWELFTH: Shareholders Rights.

A. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all future issues of any class of stock of the corporation, for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property or services, the acquisitions of other corporations' shares, or property through merger or extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares including the reissuance of Treasury Stock.

B. This right shall be deemed to be waived by any shareholder who does not exercise it and pay for the shares preempted within thirty days of receipt of notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty days of receipt of the notice from the corporation.

C. The corporation shall have the right to purchase those shares not preemptively bought by any or all shareholders within their thirty day preemptive right period. This right shall exist thirty days after the termination of the shareholders' preemptive right period.

D. No issue of stock of the corporation shall take place unless the price at which stock is to be issued shall be approved by a two-thirds vote of all outstanding shares of the corporation.

E. This article pertaining to preemptive rights may not be amended or deleted without unanimous vote of the shareholders of each affected class of stock.

F. These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

THIRTEENTH: The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplies by the number of shares, to distribute among them among as many candidates as he may wish. Notice must be given by any shareholder to the President or Vice-President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

END OF ARTICLES OF INCORPORATION

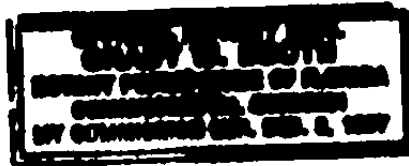
IN WITNESS WHEREOF, THE UNDERSIGNED have made and subscribed of those Articles of Incorporation at 6030 NW 19TH STREET, SHADE FL, on the 5<sup>th</sup> day of MAY, 1995.

Samdaye S. Ali  
Samdaye S. Ali, Incorporator

STATE OF FLORIDA  
COUNTY OF BROWARD

Before me, the undersigned authority, personally appeared Samdaye S. Ali, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to the law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at \_\_\_\_\_, in said County and State this 5 day of MAY, 1995.



Mary D. Roth 12/8/97

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name of the corporation is CMG CONTRACT MANAGEMENT GROUP, INC.

The name and address of the registered agent is:

SAMDAYE S. ALI  
6030 NW 19TH STREET  
SUNRISE, FL, 33313

The location of the registered office is:

6030 NW 19TH STREET  
SUNRISE, FL, 33313

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes and relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature of Agent Samdaye S. Ali

Date 5-5-95



Shady W. Booth 12/8/97