



ACCOUNT NO. : 072100000032

REFERENCE : 616474 65208

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 13, 1995

ORDER TIME : 10:06 AM

ORDER NO. : 616474

CUSTOMER NO: 65208

CUSTOMER: Matt Anderson, Legal Assistant
AKERMAN SENTERFITT & EIDSON

One Brickell Square, 24th Flr.
801 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: MANUFACTURERS TRAINING GROUP,
INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS: T. BROWN JUN 13 1995

FILED
95 JUN 13 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MANUFACTURERS TRAINING GROUP, INC.**

FILED
95 JUN 13 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I - Name

The name of the corporation is MANUFACTURERS TRAINING GROUP, INC.

ARTICLE II - Mailing Address

The mailing address of this corporation is 3465 South Moorings Way, Miami, Florida, 33133.

ARTICLE III - Capital Stock

The number of shares of stock of that the corporation is authorized to issue is one thousand (1000) shares, \$1.00 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

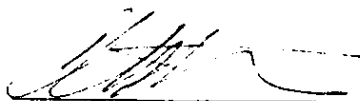
ARTICLE IV - Initial Registered Agent and Address

The street address of the corporation's initial registered office is 3465 South Moorings Way, Miami, Florida, 33133. The name of the corporation's initial registered agent at the office is Charles Barton.

ARTICLE V - Incorporators

The name and street address of the incorporator of the corporation is Charles Barton, 3465 South Moorings Way, Miami, Florida, 33133.

The undersigned has executed these Articles of Incorporation this 30 day of May, 1995.



Charles Barton, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
95 JUN 13 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


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

1. The name of the corporation is: MANUFACTURERS TRAINING GROUP, INC.
2. The name and address of the registered agent and office is:

CHARLES BARTON
3465 SOUTH MOORINGS WAY
MIAMI, FL 33133

3. The undersigned has executed this Certificate of Designation this 30th day of May, 1995.

MANUFACTURERS TRAINING GROUP, INC.

By: 
Charles Barton.
Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, WE HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. WE FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND WE ARE FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF OUR POSITION AS REGISTERED AGENT.

The undersigned Registered Agent has executed this Certificate of Designation this 30 day of May, 1995


Charles Barton