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FILED
JUL 27 1995
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Gerald P. Bourne
2735 Mellonville Avenue, Suite 101
Sanford, Florida 32773

407-323-9000

800001477528
-05/05/95--01100--005
***122.50 ***122.50

April 12, 1995

Mr. Jim Smith
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Dear Mr. Smith,

Enclosed please find a check in the amount of \$122.50 to file the necessary paperwork to establish a Florida Corporation named MEG Inc.

If you have any questions or need further information, please contact me.

Thank you in advance for your cooperation in this matter.

Sincerely,

Gerald P. Bourne

similar
H12798
MEGS, INC

SHARON L. TALA

JUL 27 1995

W95-9998

502
625

meginc.

July 20, 1995

Gerald Dragton
2735 Mellonville Avenue, Suite 101
Sanford, FL 32773

Florida Department Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

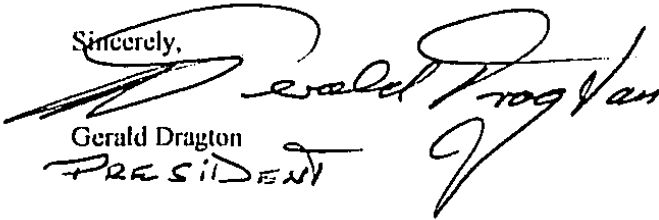
Re: Letter #295A00033948/ July 14, 1995

Attached please find the Corporation Documentation for name changes, as requested.

Former Corporation Name: Meg III
Correction of Name: Meg III, Inc.

Check #2443 of \$122.50 dated May 12, 1995 was submitted: 45004530111008.

Sincerely,


Gerald Dragton
PRESIDENT



FLORIDA DEPARTMENT OF STATE

July 14, 1995

Sandra B. Mortham
Secretary of State

GERALD P. BOURNE
2735 MELLONVILLE AVE., STE. 101
SANFORD, FL 32773

SUBJECT: MANAGEMENT ENTERPRISES GROUP III
Ref. Number: W95000009998

We have received your document for MANAGEMENT ENTERPRISES GROUP III and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 295A00033948



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 11, 1995

GERALD P. BOURNE
2735 MELLONVILLE AVE., STE. 101
SANFORD, FL 32773

SUBJECT: MEG, INC.
Ref. Number: W95000009998

We have received your document for MEG, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

X The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 095A00023960

**ARTICLES OF INCORPORATION
OF
MANAGEMENT ENTERPRISES GROUP III, Inc.**

FILED
95 JUL 27 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I- NAME

The name of this corporation is MANAGEMENT ENTERPRISES GROUP III, Inc.

ARTICLE II- DURATION

The corporation shall have perpetual existence commencing on the date of filing.

ARTICLE III- PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporation may be incorporated in the State of Florida.

ARTICLE IV- CAPITAL STOCK

The corporation is authorized to issue 10,000 shares at (\$0.10) par value common stock.

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2735 Mellonville Avenue, Suite 101, Sanford, FL 32773 and the name of the initial registered agent of the corporation at that address is Gerald P. Bourne.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the shareholders, but shall be never less than one. The name and address of the initial director of this corporation is:

Gerald P. Bourne
2735 Mellonville Avenue, Suite 101
Sanford, FL 32773
407-323-9000

ARTICLE VII- PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

Management Enterprise Group III, Inc.
2735 Mellonville Avenue, Suite 101
Sanford, FL 32773
407-323-9000

ARTICLE VIII CORPORATOR

The name and address of the person signing these Articles of Incorporation is GERALD P. BOURNE, 2735 Mellonville Avenue, Suite 101, Sanford, Florida, 32773

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th. day of April, 1995

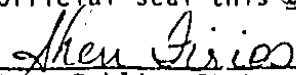

GERALD P. BOURNE B650-295-40-459

STATE OF FLORIDA

COUNTY OF SEMINOLE

Before me, the undersigned authority, authorized to take acknowledgements, personally appeared GERALD P. BOURNE, known to me and known to me to be the person who executed for forgoing Articles of Incorporation and he acknowledges before me that he executed the Articles of Incorporation, identified by his Florida Drivers License.

WITNESS my hand and official seal this 25th day of April 1995


Notary Public, State of Florida



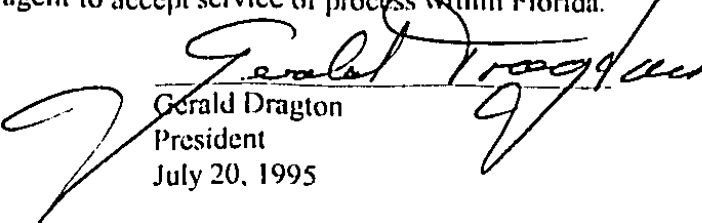
SHERI FIRIOS
My Commission CC302218
Expires Oct 20, 1995

My Commission Expires:

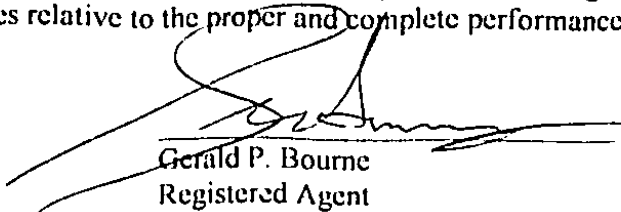
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Management Enterprises Group III Inc., desiring to organize or qualify under the laws of the State of Florida, with its principle place of business in the city of Sanford, County of Seminole, State of Florida has named Gerald P. Bourne located at 2735 Mellonville Avenue, Suite 101, Sanford, Florida 32773 as its agent to accept service of process within Florida.


Gerald Dragton
President
July 20, 1995

Having been named to accept service of process for the above stated corporation, at the place designated in the Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Gerald P. Bourne
Registered Agent
July 20, 1995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA