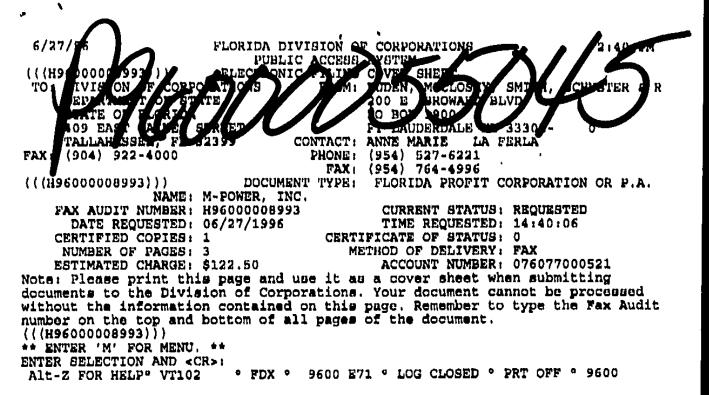
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ARTICLES OF INCORPORATION OF M-POWER, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I NAME OF CORPORATION

The name of this Corporation shall be:

M-Power, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Corporation is 1701 Clint Moore Road, Boca Raton, Florida 33487.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 100,000,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 1701 Clint Moore Road, Boca Raton, Florida 33487 and the initial registered agent of this Corporation at that address shall be Bob Erdman.

Prepared by:

Scott H. Margoi, Esq., FL Bar #0522848 Ruden McClosky, Et al., P. O. Box 1900

Fort Lauderdale, Florida 33301

(954) 764-6660

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ARTICLE V

INCORPORATOR

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

Robert Genesi 5212 62nd Avenue South St. Petersburg, Florida 33715

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 27th day of June, 1996.

Robert Gensel, Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

Bob Erdman, Ragistared Agent

JUN 27 PK

Prepared by:

Scott H. Margoi, Esq., FL Bar #0522848 Ruden McClosky, Et al., P. O. Box 1900 Fort Lauderdale, Florida 33301

(954) 764-6660

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