філаця У Імоятов: ACCEDI SYSTEM TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE FILING COVER-SHEET EMPTRE CORDERATE ATT COMPANY 1492 W FLAGLER ST SUITE 200 FROM: STATE OF FLORIDA 409 EAST GAINES STREET MIAMI FL 33135-311-TALLAHASSEE, FL 32399 CONTACT: RAY **STORMONT** FAX: (904) 922-4000 PHONE: (308) 841-3894 FAX: (305) 541-3770 (((H98000009373))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. NAME: MJ BOUTH, INC. FAX AUDIT NUMBER: H9600009373 CURRENT STATUS: REQUESTED DATE REQUESTED: 07/08/1996 TIME REQUESTED: 12:20:45 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0 NUMBER OF PAGES: 7 METHOD OF DELIVERY: FAX ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H90000009373))) ** ENTER 'M' FOR MENU. ** ENTER SELECTION AND (CR): Help Ft Option Menu F2 NUM CAPS Connect: 00:07:3

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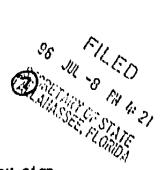
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ARTICLES OF INCOMPORATION

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MJ BOUTH, INC.



I, the undersigned, being of legal age, do hereby sign these presents for the purpose of becoming a Corporation under the laws of the State of Florida authorizing the formation of Corporations.

ARTICLE I

The name of the Corporation shall be:

MJ SOUTH, INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

A. Sales and marketing organization both the public and private sectors of the market place and to do all things and matters necessary and appertaining thereto, and further enabling this Corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florids;

JRJServices, Soc.

237 Cooleby Blud.

Deerfield Bon., FL. 33442 Page 1
(951) 725.8787

JOHN R. JOHNSON

- B. To conduct all types of business and operations; to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in and convey real and personal property without restrictions in this State and in any other of the several states, territories, possessions and dependencies of the United States;
- C. To engage in, render or carry on, any service or other business as principal or agent, with powers to let contract for any such service or product; and to make and carry out contracts of every kind and nature that may be conductive to the accomplishment of any purposes of this Corporation;
- p. To do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes hereinafter or before enumerated or incidental to the powers herein named, or which shall at any time appear conductive to expedient for the benefit or protection of the Corporation, either as holders of, or interested in any property, or otherwise;
- E. To exercise all of the powers which are now or may hereafter be conferred upon Corporations generally by the laws of the State of Florida;

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock as follows:

One thousand (1000) shares having \$1.00 par value.

ARTICLE IV

This Corporation shall exist perpetually unless sooner dissolved according to law;

ARTICLE V

The number of Directors of this Corporation shall be not less than one (1) nor more than five (5), and the initial Board of Directors of this Corporation shall be comprised of one Incorporator, MAUREEN D. EROSHEL , 1991 Discovery Circle East Deerfield Beach, Fl 33442

ARTICLE VI

The address of the registered office of this Corporation shall be and the principal office shall be the same:

1917 Discovery Circle East Deerfield Beach, Fl 33442

ARTICLE VII

The Corporation has designated as its Registered Agent,
MAUREEN D. NROSCHEL, who is a resident of the State of
Florida and whose business office is the same as that of the
registered office.

IN WITNESS WHEREOF, I, the undersigned being the original subscriber to the capital stock hereinabove named, and for the purpose of forming a Corporation pursuant to the Corporation law of the State of Florida, make and file this Cortificate, hereby declaring and certifying that the facts herein stated are true and agree to take the number of shares of stock hereinabove sat forth, and accordingly have hereunto set my hand and seal this . 28th day of June , 1996 at DEERFIELD HEACH, Broward County, Florida.

Mauson O. Kapanche Q

STATE OF FLORIDA) S5.:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared MAUREEN D. MACSCHEL, to me well known and known to me to be the person described in and who executed the foregoing Certificate of Incorporation and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at DEERFIELD BEACH, Broward County, Florida this 28TH day of JUNE ,1996.

Rose m majeriel

My commission Expires:



CERTIFICATE DEHICNATING PLACE OF BUSINESS OR DOMIGIES
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted, in compliance with said Act:

organize under the laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of DEERFIELD BEACH, County of Broward, State of Florida, has named MAUREEN D. KROSCHEL, located at 1917 Discovery Circle East

Deerfield Beach , FL , as its agent to accept service of process within this State.

ACIONOMILEDONENT

Having been named to accept service of process of the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this Capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Mauren O. Karonh O