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LANCE M. MCKINNEY
(941) 542-3148

PLEASE REPLY TO:
CAPE CORAL OFFICE

February 20, 1997

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

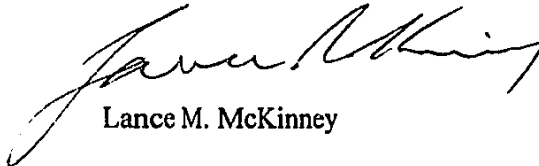
Re: PRESTIGE MANAGEMENT GROUP, INC.

900002098489--5
-02/26/97--01060--001
*****122.50 *****122.50

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Kindly return the copy to us in the mailer provided. Thank you for your assistance in this matter.

Sincerely,


Lance M. McKinney

MAR 1 1997

BSB

97 FEB 26 AM 10:14
TALLAHASSEE, FLORIDA
FILED

ARTICLES OF INCORPORATION
OF
PRESTIGE MANAGEMENT GROUP, INC.

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97 FEB 26 AM 10:14
SEC. OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be PRESTIGE MANAGEMENT GROUP, INC.

ARTICLE II. PURPOSE

This corporation is organized for the following general purposes:

- 1) To act in any lawful means and for any lawful purposes.

ARTICLE III. PRINCIPAL OFFICE

The mailing address of this corporation shall be: 4635 S. Del Prado Blvd., Cape Coral, FL 33910.

ARTICLE IV. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares with a par value of \$0.10.

ARTICLE V. INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is: LANCE M. McKINNEY. The address of the registered agent is 4635 DEL PRADO BLVD., CAPE CORAL, FL 33910.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: LANCE M. McKINNEY. The address of the incorporator is 4635 DEL PRADO BLVD., CAPE CORAL, FL 33910.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

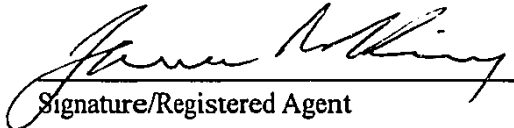
The initial board of directors of this corporation shall be:

ED MAROTI
6258 PRESIDENTIAL COURT, SUITE 106
FORT MYERS, FL 33919

The undersigned have executed these Articles of Incorporation on February 20, 1997.


Signature/Incorporator

Having been named as registered agent and designated to accept service of process for the above corporation, 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 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/Registered Agent

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TALLAHASSEE, FLORIDA