

**CORPORATE
ACCESS,
INC.**

P97000052515
1116-D Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32303
P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666. Fax (904) 222-1666

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Profit

1.) Masters in motion, Inc
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
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(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS _____

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97 JUN 13 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

K.P. JUN 13 1997

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ARTICLES OF INCORPORATION
OF
MASTERS IN MOTION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following articles of incorporation for such corporation:

ARTICLE I.

The name of the corporation is MASTERS IN MOTION, INC.

ARTICLE II.

The duration of the corporation is perpetual.

ARTICLE III.

The purpose for which the corporation is organized is to transact any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV.

The aggregate number of shares which the corporation shall have the authority to issue shall be 5,000 shares of common stock at no par value.

ARTICLE V.

The address of the corporation's principal office and registered office is 3551 E. Sandpiper Drive, #1, Boynton Beach, Florida 33436, and the name of the corporation's initial registered agent at such address is Ronald M. Gilinsky.

ARTICLE VI.

The number of directors constituting the initial board of directors is two (2), and the names and addresses of the persons who are to serve as initial directors are:

Ronald M. Gilinsky 3551 E. Sandpiper Drive, #1
Boynton Beach, Florida 33436

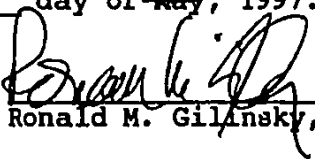
James Wesley Hyde 161 N.W. 107th Street
Miami Shores, Florida 33168

ARTICLE VII.

The name and address of the incorporator are:

Ronald M. Gilinsky 3551 E. Sandpiper Drive, #1
Boynton Beach, Florida 33436

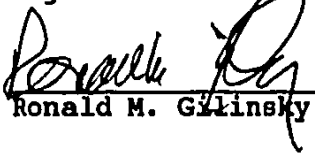
IN WITNESS WHEREOF, I have executed these Articles of Incorporation on the 2nd day of June, 1997.



Ronald M. Gilinsky, Incorporator

ACCEPTANCE BY REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Ronald M. Gilinsky

STATE OF FLORIDA)

ss.

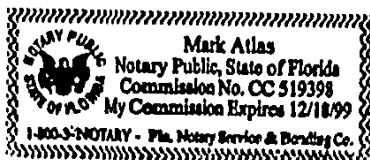
COUNTY OF)

The foregoing instrument was acknowledged before me this 2nd day of June, 1997, by Ronald M. Gilinsky, who () is personally known to me or who (/) has produced a Florida Driver License as identification.

My Commission Expires:



Notary Public, State of Florida



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TALLAHASSEE, FLORIDA