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FACSIMILE  
(314) 469-7806

November 20, 1997

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

400002354414--7  
-11/21/97--01092--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: M.C.G., INC.

Gentlemen:

Enclosed please find duplicate originals of Articles of Incorporation for M.C.G., INC., along with the required filing fee in the amount of \$78.75 for filing.

Please return a file-stamped original of the Articles of Incorporation along with the Certificate of Incorporation back to this office in the enclosed self-addressed envelope.

Thanking you in advance.

Very truly yours,



THOMAS L. BENSON, III

TLB/jc

Enclosures

W97000026451  
BB  
11-24-97

SECRET  
TALLAHASSEE, FLORIDA

97 DEC -9 PM 3:25

FILED

R.B.  
12/4/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 24, 1997

THOMAS L. BENSON, III  
BENSON & GUEST ATTORNEYS AT LAW  
635 MARYVILLE CENTRE DRIVE SUITE 221  
ST. LOUIS, MO 63141

SUBJECT: M.C.G., INC.  
Ref. Number: W97000026451

We have received your document for M.C.G., INC. and your check(s) totaling \$78.75. 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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6925.

Barbara Brock  
Document Specialist

Letter Number: 597A00056152

**ARTICLES OF INCORPORATION**

**OF**

**M.C.G. MANAGEMENT, INC.**

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: M.C.G. ENTERPRISES, Inc.

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

7100 Gulf Drive, #105  
Holmes Beach, Florida 34217

**ARTICLE III**

**SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 30,000 shares of common stock.

**ARTICLE IV**

**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent are:

Martin C. Groark  
7100 Gulf Drive, #105  
Holmes Beach, Florida 34217

**ARTICLE V**

**INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation are:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 DEC -9 PM 3:25

**FILED**

Thomas L. Benson, III  
Benson & Guest  
635 Maryville Centre Drive  
Suite 221  
St. Louis, Missouri 63141

IN WITNESS WHEREOF, these Articles of Incorporation have been signed this 20  
day of November, 1997.

Thomas L. Benson III  
Signature/Incorporator

November 20, 1997  
Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Martin C. Groark  
Signature/Registered Agent

November 20, 1997  
Date

FILED  
97 DEC -9 PM 3:24  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA