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FRANCINE CLAIR LANDAU  
Attorney At Law

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Jacksonville, Florida 32207

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March 9, 1998

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

800002455268--1  
-03/12/98--01058--002  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Management Plus, Inc.

Dear Sirs:

Enclosed please find the two original signed Articles of Incorporation for the captioned client, along with my firm check in the amount of \$122.50. Please be kind enough to send my certified copy back as soon as possible.

If you have any questions about this document, or need to make any changes before filing, please call my office. Please do not return the document without calling. You may call collect, if necessary. Thank you for your usual prompt attention.

Sincerely,

  
FRANCINE CLAIR LANDAU

FCL/f  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. CHESSE

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ARTICLES OF INCORPORATION

OF

MANAGEMENT PLUS, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE 1 - NAME

The name of the corporation is MANAGEMENT PLUS, INC.

ARTICLE 2 - DURATION

The period of its duration is perpetual.

ARTICLE 3 - PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE 4 - STOCK

The Corporation shall have the authority to issue one thousand (1,000.00) shares of common stock, all of one class, having a par value of One Dollar (\$1.00).

ARTICLE 5 - PRINCIPAL/REGISTERED OFFICE

The address of its principal registered office is:

6333 Custer Road  
Orange Park, Florida 32073

and the name of its initial registered agent and her address is:

FRANCINE CLAIR LANDAU, ESQUIRE  
1301 Riverplace Boulevard, Suite 740  
Jacksonville, Florida 32207

ARTICLE 6 - DIRECTORS

The number of Directors constituting its initial Board of Directors shall be one. The number of Directors may be changed from time to time, but shall never be less than one. The name and

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TALLAHASSEE, FLORIDA

address of the initial Board of Directors is as follows:

Paula E. Whipple  
6333 Custer Road  
Orange Park, Florida 32073

ARTICLE 7 - INCORPORATOR

Paula E. Whipple  
6333 Custer Road  
Orange Park, Florida 32073

DATED this 6th day of March, 1998.

*Paula E. Whipple*  
PAULA E. WHIPPLE

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing Articles of Incorporation were acknowledged before me this 6th day of March, 1998, by Paula E. Whipple. She is personally known to me and did take an oath.

WITNESS my hand and official seal this 6th day of March, 1998, Jacksonville, Duval County, Florida

*Mary Gail Hammons*  
NOTARY PUBLIC

My Commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 6th day of March, 1998.

*Francine Clair Landau*  
FRANCINE CLAIR LANDAU, ESQUIRE  
Registered Agent

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TALLAHASSEE, FLORIDA

NOTARY PUBLIC  
STATE OF FLORIDA  
Mary Gail Hammons  
Notary Public, State of Florida  
Commission No. CC 591314  
My Commission Exp. 10/07/2004  
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.