

P9800004/221

April 22, 1998

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

Re: Apex Group, Inc.

600002510386--6
-05/05/98--01021--009
*****70.00 *****70.00

Dear Sirs:

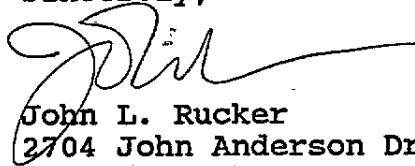
Enclosed please find two copies of the Articles of Incorporation for Apex Group, Inc. signed by John L. Rucker who is the named agent of the Corporation, and a check in the amount of \$70.00.

The effective date of the corporation is to be May 1, 1998 per article XI.

If anything is incorrect, please send all correspondence to John L. Rucker at the address listed below.

Thank you for your assistance in this matter.

Sincerely,


John L. Rucker
2704 John Anderson Dr.
Ormond Beach, FL 32174

Enclosures

FILED
98 MAY -4 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
5-1-98

ARTICLES OF INCORPORATION
OF
APEX GROUP, INC.

FILED
98 MAY -4 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
5-1-98

ARTICLE I. CORPORATE NAME

The name of this Corporation is: APEX GROUP, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The authorized capital stock of this corporation shall consist of Ten thousand (10,000) shares of common stock, with par value of One and No/100 (\$1.00) Dollar per share. Such stock shall possess and exercise exclusive voting rights. All such stock shall be fully paid and nonassessable.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE V. PRINCIPAL ADDRESS

The principal office of this corporation shall be located at 2704 John Anderson Dr. Ormond Beach, Florida 32174, County of Volusia, State of Florida, but it may have such other offices within or without the State of Florida and within or without the United States of America as may be necessary or convenient.

ARTICLE VI. REGISTERED AGENT

The Registered Agent and the street address of the Registered Agent of this Corporation in the State of Florida shall be:

John L. Rucker
2704 John Anderson Dr.
Ormond Beach, FL 32174

ARTICLE VII. BOARD OF DIRECTORS

The Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The name of the initial director of this Corporation and his address is:

John L. Rucker
2704 John Anderson Dr.
Ormond Beach, FL 32174

ARTICLE IX. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

John L. Rucker
2704 John Anderson Dr.
Ormond Beach, FL 32174

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI. EFFECTIVE DATE

These Articles of Incorporation shall be effective May 1, 1998, as provided by Florida Statute 607.0123.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 30th day of April 1998.


John L. Rucker

STATE OF Florida
COUNTY OF Seminole

BEFORE ME, a Notary Public, personally appeared John L. Rucker to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation who did take an oath on this 30th day of April 1998.

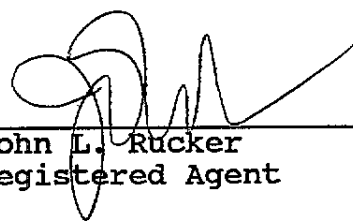


Joan A Mander
My Commission CC724099
Expires April 24, 2002


Notary Public - State of Florida
My Commission Expires: 4-24-2002

THAT APEX GROUP, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at 2704 John Anderson Dr. Ormond Beach, FL 32174, County of Volusia, State of Florida, has named John L. Rucker of 2704 John Anderson Dr. Ormond Beach, FL 32174 as its agent to accept service of process within this state.

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


John L. Rucker
Registered Agent