

7/29/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: MILLENNIUM GROUP OF FLORIDA INC.

AUDIT NUMBER.....H98000014072

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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TALLAHASSEE, FLORIDA

m 8/3/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 30, 1998

EMPIRE

SUBJECT: MILLENNIUM GROUP OF FLORIDA INC.
REF: W98000017294

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THE CONFLICT IS "THE MILLENNIUM GROUP, INC." DOCUMENT #P97000068326.

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STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA MILLENNIUM GROUP INC.

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

FIRST: The name of the Corporation is:

FLORIDA MILLENNIUM GROUP INC

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is:

One Thousand Shares (1,000) at \$1.00 par value.

FIFTH: The street address of the initial registered and principal office of the Corporation shall be:

6301 COLLINS AVE #1207 MIAMI BEACH FL 33141

and the name of its initial Registered Agent at such address is:

STEPHEN SAVAGE

Prepared by: Peter Jacobsen
Southeast Accounting & Tax Group, Inc.
6418 N.W. 5 Way, Ft. Lauderdale, FL 33309
(954) 491-5727

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SIXTH:

The number of Directors constituting the initial Board of Directors of the Corporation is ONE, and the name and address of the person who is to serve as Director until the first annual meeting of Shareholders or until their successors are elected and shall qualify is:

STEPHEN SAVAGE 6301 COLLINS AVE #1207
MIAMI BEACH FL 33141

The name and address of each incorporator is:

STEPHEN SAVAGE 6301 COLLINS AVE #1207
MIAMI BEACH FL 33141

Dated: JULY 29 1998 19


STEPHEN SAVAGE

State of Florida:
 County of Broward:

The foregoing instrument was acknowledged before me this 29TH day of JULY, 1998 by STEPHEN SAVAGE



PETER JACOBSEN
 COMMISSION #0046230
 EXPIRES MARCH 10 1999
 QUALIFIED THROUGH
 ATLANTIC COASTAL CO., INC.

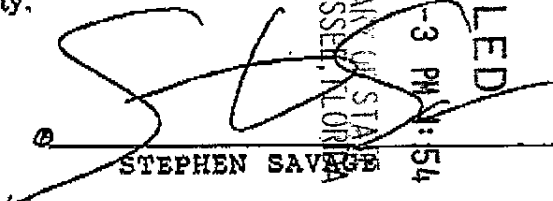

PETER JACOBSEN

Notary Public

Personally Known XXXXXX OR Produced Identification _____

Type of Identification Produced _____

STEPHEN SAVAGE, having been designated as _____
 Registered Agent hereby agrees to act in this capacity.


STEPHEN SAVAGE

Prepared by: Peter Jacobsen
 Southeast Accounting & Tax Group, Inc.
 6418 N.W. 5 Way, Ft. Lauderdale, FL 33309

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