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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 110432003053
CONTACT: LUIS URLARTE
PHONE: (305)672-0686 FAX #: (305)672-9110

NAME: MANAGEMENT EXCELLENCE SURVEY
AUDIT NUMBER.....H98000014702
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ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is:
Management Excellence Survey, Inc.

Article II. Address

The mailing address of the Corporation is:
Management Excellence Survey, Inc.
14871 SW 75th Court
Miami FL 33158

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Debra Levine
14871 SW 75th Court
Miami FL 33158

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Debra Levine

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jan Carson Cheezem | FL Bar Member 335193
Kelth Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
305-358-7605

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Jan Carson Cheezem
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 7, 1998.

The undersigned incorporator executed these Articles of Incorporation on August 7, 1998.



JAN CARSON CHEEZEM
by L.A. Uriarte as attorney-in-fact

Jan Carson Cheezem | FL Bar Member 335193
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
305-358-7605

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Management Excellence Survey, Inc.

REGISTERED AGENT/OFFICE:

Debra Levine
14871 SW 75th Court
Miami FL 33158

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



DEBRA LEVINE
by L.A. Uriarte as attorney-in-fact

Date: August 7, 1998.

Jan Carson Cheezem | FL Bar Member 335193
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
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