P98000088879

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 SUBJECT: CM HOLDINGS, INC (Proposed corporate name – must include suffix) Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$70.00 \$78.75 Filing Fee Filing Fee \$122.50 \$131.25 & Certificate Filing Fee Filing Fee, & Certified Copy Certified Copy & Certificate ADDITIONAL COPY REQUIRED FROM: Richard J. McAlpin Name (Printed or Typed) 80 SW 8th Street, Suite 2805 Address Miami, Florida 33130. City, State & Zip 305-810-5400 Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

4.18.98

ARTICLES OF INCORPORATION

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:

CM Holdings, Inc.

ARTICLE II PRINCIPAL OFFICE

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

80 SW 8th Street, Suite 2805

Miami, Florida 33130

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One million shares of common stock at \$.10 per share par value.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Richard J. McAlpin 80 SW 8th Street, Suite 2805

Miami, FL 33130

ARTICLE V INCORPORATOR

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

Richard J. McAlpin

80 SW 8th Street, Suite 2805

Miami, FL 33130

Signature/Incorporator

(An additional article must be added if an effective date is requested.)

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 greee to act in this capacity. I further agree to comply with the provisions of all statues 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

Signature/Registered Agent

September 14, 1998

September 14, 1998 Date

Date