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FLORIDA PROFIT CORPORATION OR P.A.

TBTG VENTURES, INC.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
TBTG VENTURES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I

The name of the corporation is TBTG VENTURES, INC., (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 6238 N.W. 120th Drive, Coral Springs, Florida 33076.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 6238 N.W. 120th Drive, Coral Springs, Florida 33076, and the name of its initial registered agent at such office is John Calebrese.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is four, and the name and address of the member

Jackie Portal
Greenberg, Traurig
1221 Brickell Ave
Miami, FL 33131

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of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified is:

John Calebrese
6238 N.W. 120th Drive
Coral Springs, Florida 33076

Anne Marie Calebrese
6238 N.W. 120th Drive
Coral Springs, Florida 33076

ARTICLE VII

The name of the Incorporator is John Calebrese and the address of the Incorporator is 6238 N.W. 120th Drive, Coral Springs, Florida 33076

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 23rd day of August, 1999.


John Calebrese - Incorporator

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of TBTG VENTURES, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

x 
John Calebrese - Registered Agent

Dated: August 23, 1999

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