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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

Fifty One Group, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION

OF

FIFTY ONE GROUP, INC.

Pursuant to the Florida Business Corporation Act, the undersigned incorporator of **Fifty One Group, Inc.**, a Florida corporation (the "Corporation"), hereby adopts the following Articles of Incorporation for the Corporation:

ARTICLE I NAME AND ADDRESS

The name of the Corporation is **Fifty One Group, Inc.** The Corporation's principal office and mailing address is 7000 Island Boulevard, Apartment 2710, Williams Island, Florida 33160.

ARTICLE II BUSINESS AND ACTIVITIES

The Corporation may, and is authorized to, engage in any activity or business now or hereafter permitted under the laws of the United States and of the State of Florida.

ARTICLE III CAPITAL STOCK

The Corporation is authorized to issue 100,000 shares of Common Stock having a par value of \$.01 per share.

ARTICLE IV REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's registered office is 7000 Island Boulevard, Apartment 2710, Williams Island, Florida 33160, and its agent for service of process at such office is Johnathan Lee Robertson.

ARTICLE V INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is two. The initial directors of the Corporation are Johnathan Lee Robertson, 7000 Island Boulevard, Apartment 2710, Williams Island, Florida 33160 and Shannon Webb Robertson, 7000 Island Boulevard, Apartment 2710, Williams Island, Florida 33160. The number of directors may be increased or decreased from time to time by the Board of Directors in accordance with the Corporation's Bylaws.

Matthew J. Foster, Esq.
Foley & Lardner
100 N. Tampa Street, Suite 2700
Tampa, FL 33602
(813) 229-2300

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**ARTICLE VI
INCORPORATOR**

The Corporation's sole incorporator is Matthew J. Foster, 100 North Tampa Street, Suite 2700, Tampa, Florida 33602.

IN WITNESS WHEREOF, the undersigned incorporator of the Corporation has, in accordance with the Florida Business Corporation Act, executed these Articles of Incorporation effective as of September 17, 1999.


Matthew J. Foster, Sole Incorporator

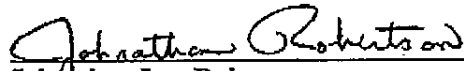
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ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been designated to accept service of process for **Fifty One Group, Inc.** at the place indicated in the foregoing Articles of Incorporation, does hereby accept the appointment as registered agent and does hereby acknowledge that the undersigned is familiar with and accepts the obligations of such position as set forth in the Florida Business Corporation Act.

Executed this 12th day of September, 1999.


Johnathan Lee Robertson

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