

P95000013651

Al A. Cheneler, P.A.
Attorney At Law

611 Wymore Road, Suite 202
Winter Park, Florida 32789

(407) 628-2804
Fax 628-4853

February 16, 1995

Attorneys' Title Insurance Fund
660 E. Jefferson Street
Suite 200
Tallahassee, Fl 32301
Attn: ~~Regina Williams~~

600001409036
-02/17/95--01037--009
****122.50 ****122.50

RE: INTERWORLD MARKETING, INC.

For the above-referenced corporation, enclosed please find the following:

1. The original signed Articles of Incorporation;
2. A copy of the Articles of Incorporation;
3. A check in the amount of \$122.50 made payable to the Secretary of State; and
4. A check in the amount of \$10.00 made payable to Attorneys' Title Insurance Fund.

The enclosed check to the Secretary of State will cover the following fees:

Filing Fee	35.00
Certified Copy	52.50
Registered Agent Designation	35.00

Total: \$122.50

Please return the certified copy of the Articles of Incorporation to this office via your Orlando branch office.

Thank you for your prompt attention to this matter.

Sincerely,

Signed for Mr. Cheneler in
his absence to avoid delay
in mailing.
Al A. Cheneler

Enclosures

RECEIVED
55 FEB 17 11:10:33
DIVISION OF CORPORATION

FILED
95 FEB 17 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APL
2-17

**ARTICLES OF INCORPORATION
OF
INTERWORLD MARKETING, INC.**

FILED
95 FEB 17 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is:

INTERWORLD MARKETING, INC.

The principal place of business of this corporation shall be 5288 Willow Court, Orlando, Fl 32811.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

NATURE OF BUSINESS

This corporation may engage in or transact any of all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV
CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 5288 Willow Court, Orlando, Fl 32811, and the name of its initial registered agent is Ledys Sanchez.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is three. The number of directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of the initial directors of the corporation are as follows:

Mario Lennoy Urruela III	5288 Willow Court Orlando, Fl 32811
Ledys Sanchez	401 W. Seminole Blvd. #58 Sanford, Fl 32771
Yolanda Tapia	4764 Walden Circle #434 Orlando, Fl 32811

ARTICLE VII
INCORPORATORS

The name and address of each incorporator is as follows:

Al A. Cheneler, Esquire
611 Wymore Road, Suite 202
Winter Park, Florida 32789

ARTICLE VIII
OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Mario Lennoy Urruela III - President

5288 Willow Court
Orlando, Fl 32811

Ledys Sanchez - Secretary

401 W. Seminole Blvd. #58
Sanford, Fl 32771

Yolanda Tapia - Treasurer

4764 Walden Circle #434
Orlando, Fl 32811

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X

BYLAWS

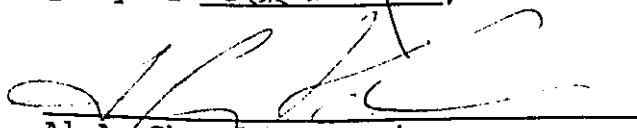
The power to adopt, alter, amend or repeal Bylaws shall be vested in the board of directors of this corporation.

ARTICLE XI

AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the board of directors at any annual or special meeting, provided at least ten (10) days written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to the Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 16th day of FEBRUARY, 1995.



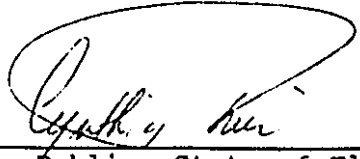
Al A. Cheneler, Esquire
611 Wymore Road, Suite 202
Winter Park, Florida 32789

STATE OF FLORIDA
COUNTY OF ORANGE

Before me personally appeared AL A. CHENELER, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purpose therein

expressed.

WITNESS my hand and official seal this 16th day of February, 1995.



Notary Public, State of Florida

Notary Public, State of Florida
My Commission Expires May 27, 1995
Bonded thru Tray Fahn - Insurance Inc.

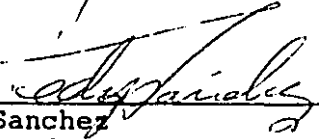
DESIGNATION OF REGISTERED AGENT

INTERWORLD MARKETING, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at Orlando, Florida, had and does by these presents name Ledys Sanchez as its agent to accept service of process within this State.

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named to accept service of process of the above named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relating to keeping open said office.

DATED this 16th day of February, 1995.



Ledys Sanchez
Registered Agent

FILED
95 FEB 17 AM 11:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

P93000013651

LAW OFFICES
JOHN O. HOPKINS, P.A.
SUITE 307-D
4800 N. FEDERAL HWY.
BOCA RATON, FLORIDA 33431
TELEPHONE (561) 367-7600

VIA FEDERAL EXPRESS
(904) 488-9000

APPROVED
AND
FILED
96 JUL 25 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 23, 1996

200001304272
-07/25/96--01056--014
*****35.00 *****35.00

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

RE: INTERSTATE MEDIA, INC.

Dear Sir/Madam:

Enclosed please find one original and a copy of Articles of Dissolution for the above-referenced corporation, as well as the filing fee of \$35.00.

Please file the original and return a certified stamped copy to me at 4800 North Federal Highway, Suite 307-D, Boca Raton, Florida 33431.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,



SHARON K. FERGUSON
Legal Assistant

/skf
enclosure

Uold's

VS AUG 1 1996

ARTICLES OF DISSOLUTION
OF
INTERSTATE MEDIA, INC.

APPROVED
AND
FILED

96 JUL 25 AM 9:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is Interstate Media, Inc.

ARTICLE II

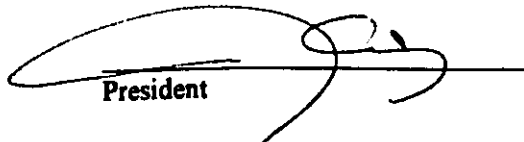
AUTHORIZATION

Dissolution of the corporation was authorized on June 28, 1996.

ARTICLE III

APPROVAL

Dissolution of the corporation was approved by the Shareholders and the number of votes cast for dissolution was sufficient for approval.

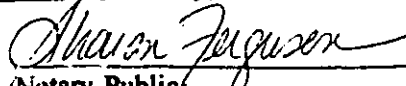


President

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared JOHN O. HOPKINS, President of INTERSTATE MEDIA, INC. and after having been sworn on oath and after having presented (personally known) as evidence of identification, acknowledged having executed the foregoing instrument for the purposes expressed.

WITNESS my hand and official seal this 22nd day of July, 1996.



Notary Public

State of Florida at Large

My Commission Expires:

