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1201 HAYS STREET
PALM BEACH, FL 33411-2000
800-1-800-333-2345



PRESIDENTIAL
LEGAL & FINANCIAL SERVICE

ACCOUNT NO. : 07210000032
REFERENCE : 063608 7114738

AUTHORIZATION :
COST LIMIT : \$ PPD

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DIVISION OF CORPORATION

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ORDER DATE : August 23, 1996
ORDER TIME : 11:07 AM
ORDER NO. : 063608

CUSTOMER NO: 7114738

CUSTOMER: Mr. Leon F. Willis
LEON F. WILLIS, JR.
8134 Oakland Place
Orlando, FL 32819

11000015000521
08/23/96 01038 025
***122.50 ***122.50

DOMESTIC FILING

NAME: SHANNON, ROSENBLOOM MARKETING,
INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry
EXAMINER'S INITIALS:

U34-531-
W96-17814

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CA
8/27/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

06 AUG 23 AM 9:20

August 23, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: SHANNON, ROSENBLOOM MARKETING, INC.
Ref. Number: W96000017814

RESUBMIT

Please give original
submission date as file date.

We have received your document for SHANNON, ROSENBLOOM MARKETING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Bylaws are not filed with this office. Please retain them for your records.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 896A00040198

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F.B.C.O.
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

96 AUG 23 AM 9:20

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: INCORPORATION OF SHANNON, ROSENBLOOM MARKETING, INC.
Effective Date: AUGUST 23, 1996

Dear Sir:

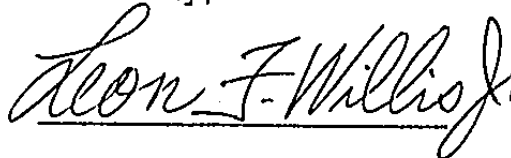
Enclosed are the original and a duplicate copy of the Articles of Incorporation of this proposed corporation.

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it to the undersigned.

Also enclosed is a certificate of acceptance as registered agent for service of process within this State.

A check is also enclosed in the total amount of \$122.50 to cover all fees.

Sincerely,


Leon F. Willis

:wpc
Enclosures

FILED
SECRETARY OF STATE
CORPORATIONS

96 AUG 23 AM 9:28

ARTICLES OF INCORPORATION
OF
SHANNON, ROSENBLOOM MARKETING, INC.

ARTICLE I - NAME

The name of this corporation is SHANNON, ROSENBLOOM MARKETING, INC.
The principal office address of this corporation is: 7280 Westpointe Boulevard,
Apartment #833, Orlando, Florida 32835.

ARTICLE II - DURATION

This corporation shall exist IN PERPETVITY

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting
any or all lawful business for which corporations may be incorpo-
rated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 20,000,000. shares of
\$ 1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
corporation shall be: 4171 L. B. McLEOD ROAD
ORLANDO, FLORIDA 32811-5614

The name of the initial registered agent of this corporation
at that address shall be:

LEON E. WILLIS, JR

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have 3 _____ directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The names and addresses of the initial directors and officers of this corporation are as follows:

| <u>Name</u> | <u>Street Address</u> | <u>Office</u> |
|-----------------------------|---|--------------------------------|
| <u>BRIAN C. ROSENBLOOM</u> | <u>7280 Westpointe Blvd</u> <u>Apt. # 833</u> <u>ORLANDO, FL. 32835</u> | <u>Chairman/President</u> |
| _____ | _____ | _____ |
| <u>TIMOTHY BAIN SHANNON</u> | <u>13421 Arrowwood Point</u> <u>ORLANDO, FL 32828</u> | <u>Director/Vice President</u> |
| _____ | _____ | _____ |
| <u>LEON F. WILLIS, JR</u> | <u>8134 Oakland Place</u> <u>Orlando, FL 32819</u> | <u>Director/Secretary</u> |
| _____ | _____ | _____ |

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

| <u>Name</u> | <u>Address</u> |
|----------------------------|---|
| <u>LEON F. WILLIS, JR.</u> | <u>8234 Oakland Place</u> <u>Orlando, FL 32819</u> |

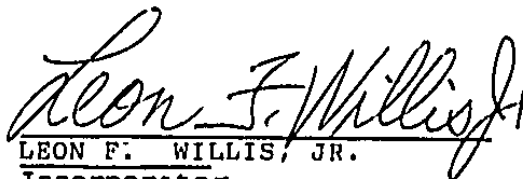
ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

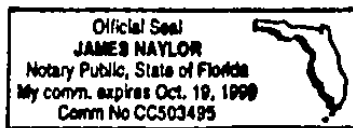
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of AUGUST, 1996.


LEON F. WILLIS, JR.
Incorporator

STATE OF FLORIDA)
)
COUNTY OF ORANGE)

The foregoing Articles of Incorporation were acknowledged, before me, on August 22, 1996, by Leon Willis.


Notary Public
My Commission Expires: Oct. 19, 1999



CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of Shannon, Rosenbloom, I hereby accept and agree to act in this capacity. Marketing, Inc.


LEON F. WILLIS, JR.

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DIVISION OF CORPORATIONS
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