

P98000101094

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Builder's Marketing
Group, Inc.

000002703140--0
-12/04/98--01055--006
*****78.75 *****78.75

RECEIVED
98 DEC -4 AM 11:46
DIVISION OF CORPORATION

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
98 DEC -4 PM 1:58

Signature _____

Requested by: cy

12/4 11:10

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

RECEIVED
98 DEC -4 AM 11:47
DIVISION OF CORPORATION

DEC 4 1998

ARTICLES OF INCORPORATION
OF
BUILDER'S MARKETING GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 DEC -4 PM 1:58

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

BUILDER'S MARKETING GROUP, INC.

ARTICLE II - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 5,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V -- PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 5590 Bee Ridge Road, Suite A2, Sarasota, Florida 34233.

ARTICLE VI -- INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 5590 Bee Ridge Road, Suite A2, Sarasota, Florida 34233 and the registered agent at such office is Edward E. Edsel.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Edward E. Edsel
5590 Bee Ridge Road, Suite A2
Sarasota, FL 34233

Donald J. Bryant
5590 Bee Ridge Road, Suite A2
Sarasota, FL 34233

ARTICLE VIII - SHAREHOLDER'S PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights and each holder of common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase any unissued or treasury shares of the Corporation which from time to time may be issued (whether or not

presently authorized), in the ratio that the number of shares of the common stock held at the time of the issue bear to the total number of shares of common stock outstanding. This right is waived by any holder of common stock who does not exercise it and pay for the stock preempted within thirty (30) days of his receipt of a written notice from the Corporation inviting him to exercise the right.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE X - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Edward E. Edsel
5590 Bee Ridge Road, Suite A2
Sarasota, FL 34233

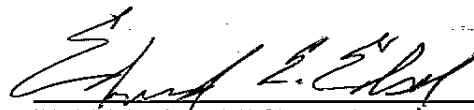
The undersigned has executed these Articles this 13
day of NOVEMBER, 1998.


EDWARD E. EDSSEL

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for BUILDER'S MARKETING GROUP, INC. at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes 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.

11/13/98
Date


EDWARD E. EDSEL, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC -4 PM 1:58