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CR2E031(1/95)



Juno 12, 1996

SUSAN M. ALMY 200 73RD AVE. NORTH #306 ST. PETERSBURG, FL 33702-5953

SUBJECT: 22 MARKETING, INC. Ref. Number: W96000012450

We have received your document for 22 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):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6052.

Letter Number: 596A00029177

Kimberly Rolfe Document Specialist

#### ARTICLES OF INCORPORATION

FILED
96 JUN 11 PM 2:35
SECRETARY OF STATE
TALLARY SET, FLORIDA



OF

22 MARKETING, INC.

By these Articles of Incorporation the incorporator forms a corporation for profit under Florida Law.

#### **ARTICLE I**

The name of this corporation is 22 Marketing, Inc.

#### ARTICLE II - TERM

This corporation shall exist perpetually. Corporate existence shall commence on June 6, 1996.

#### ARTICLE III - PURPOSE

The purpose of this Corporation is to transact any and all lawful business for which Corporations may be incorporated under Chapter 607 of the Florida Statucs.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock with par value of \$1,00 per share.

#### **ARTICLE V - INITIAL CAPITAL**

The amount of capital with which this corporation will begin business shall not be less than five hundred dollars (\$500.00).

#### **ARTICLE VI - INITIAL REGISTERED AGENT**

The initial registered agent for this Corporation is Susan M. Almy and the mailing address of 200 - 73rd Avenue North #306, St. Petersburg, FL 33702-5953.

#### **ARTICLE VII - CORPORATION'S PRINCIPAL OFFICE**

The Corporation's principal office shall be 13700 - 58th Street North, Suite 202, Clearwater, FL 34620.

#### **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

The Corporation shall have three directors, initially. The number of directors shall be fixed by the by-laws and may be changed from time to time, but the number of directors shall never be less than one. The number of addresses of the initial directors of the corporation are:

NAME

**ADDRESS** 

Susan M. Almy

200 - 73rd Avenue North #306 St. Petersburg, FL. 33702-5953

#### **ARTICLE IX - BY-LAWS**

The power to adopt, amend, after or repeal by-laws shall be vested in the Board of Directors.

#### ARTICLE X - INCORPORATOR

The name and address of the person who is the incorporator is:

NAME

**ADDRESS** 

Susan M. Almy

200 - 73rd Avenue North #306 St. Petersburg, FL 33702-5953

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

IN WITNESS WHEREOF, the undersigned has executed these

Articles of Incorporation on this 17th day of June, 1996.

Susan M. Almy

STATE OF FLORIDA )
COUNTY OF PINELLAS )

BEFORE ME, the undersigned authority, personally appeared Susan M. Almy, known to me and known by me to be the person who executed the foregoing Articles of incorporation for the purpose therein described.

SWORN TO and subscribed this 17th day of June, 1996.

My commission expires:

LESLIE C. PHILLIPS
Notary Public, State of Horida
My Comm. Expires June 27, 1998

No. CC 388126
Bonded Thru Offices Harbery Service

**Notary Public** 

State of Florida at Large

## CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING AGENT UPON WHOM PROCESS MY BE SERVED

Pursuant to Chapter 48 of the Florida Statues, 22 Marketing, Inc., desiring to organize under the laws of the State of Florida, has designated Susan M. Almy as its agent to accept service of process within this state and further has designated 200 - 73rd Avenue North #306, St. Petersburg FL 33702-5953, as it's place of business and office of its foregoing agent.

# P9600052355

### Athena Management Group, Inc. 13700-58th Street North #202

Clearwater, FL 34620

February 19, 1997

**Division of Corporations Amendment Section** P O Box 6327 Tallahassee, FL 32314

300002093953; -02/21/97--01017--007 #####43.75 #####43.75

RE: 22 Marketing, Inc.

Enclosed please find an Article of Amendment for the above mentioned corporation along with a check for \$43.75 (filing fee and fee for certificate of status).

If you have any questions, please contact me at (813) 538-8567.

Your prompt attention to this matter is appreciated.

Sincerely.

Sue Almy

**SMA/ms** 

enclosures

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OFFED 21 ATTHE GS
NATIVAL SEE, FLORIDA

# ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF 22 MARKETING, INC.

Pursuant to the provisions of section 607.1006, Florida Statues, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

#### ARTICLE I AMENDMENT:

The name of the corporation is 22 Marketing, Inc. (the "Corporation")

Article I of the Articles of Incorporation of the Corporation is amended to read as follows:

#### ARTICLE I - NAME AND ADDRESS OF CORPORATION

The name of the corporation shall be Athena Management Group, Inc., 13700 -- 58th Street North #202, Clearwater, FL 34620.

#### **ADOPTION:**

This Amendment was adopted by the sole Incorporator of the Corporation on February 19, 1997, before the issuance of any shares, and therefore shareholder action was not required.

The undersigned Incorporator has executed these Articles of Amendment on February 19, 1997.

Sue Almy, Incorporator