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TALLAHASSEE, FLORIDA

J. Shivers AUG 25 2006

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: U.S. Destination Marketing Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jim Lightner

(Name of Person)

US Destination Marketing Inc.

(Firm/Company)

606 N. Caranahan 1400

(Address)

Corpus Christi, Tx 78476

(City/State and Zip code)

For further information concerning this matter, please call:

Jim Lightner

(Name of Person)

at (361) 653-2378

(Area Code & Daytime Telephone Number)

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STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. U.S. Destination Marketing, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Texas 3. 74-2921372
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/07/1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 606 N. Carancahua, #1400, Corpus Christi, Tx 78476
(Principal office address)

(Current mailing address)

8. Internet Marketing
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Samantha Fournier

Office Address: 1908 Beacon Bay Ct.

Apopka, FL 32712, Florida
(City) (Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Samantha Fournier
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: LEAH WOOLFORD
Address: 1302 Halyard Dr.
Corpus Christi Tx 78410

Vice Chairman: _____

Address: _____

Director: COO - Jim Lightner

Address: 2118 Burgentine
Corpus Christi, Tx 78418

Director: _____

Address: _____

B. OFFICERS

President: Jennifer Barbee

Address: 313 Long Point Dr.
Portland, Tx 78374

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. James R. Lightner COO

(Typed or printed name and capacity of person signing application)

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for U.S. DESTINATION MARKETING, INC. (file number: 153507500), a Domestic For-Profit Corporation, was filed in this office on May 07, 1999.

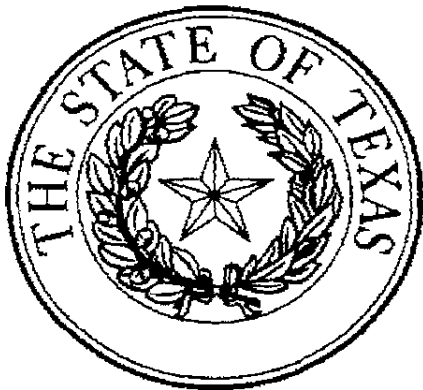
It is further certified that the entity status in Texas is in existence.

It is further certified that our records indicate ANDREW J LEHRMAN as the designated registered agent for the above named entity and the designated registered office for said entity is as follows:

711 N. CARANCAHUA, SUITE 1200

CORPUS CHRISTI, TX - 78475 USA

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 23, 2006.



A handwritten signature of Roger Williams in black ink.

Roger Williams
Secretary of State