

L01000008681

PETERSON & MEERS, P.A.
ATTORNEYS AT LAW

J. HARDIN PETERSON, SR. (1894-1978)
MICHAEL W. CREWS (1941-1991)

M. DAVID ALEXANDER, III
PHILIP O. ALLEN
GREGORY K. ATKINSON
JACK P. BRANDON
DEBRA L. CLINE
J. DAVIS CONNOR
ROY A. CRAIG, JR.
CLINTON A. CURTIS
BEN H. DARBY, JR.
JACOB C. DYKXHOORN
JOSEPH A. GEARY
CHRISTY F. HARRIS
JONN D. HOPPE

LAKELAND-MAIN ST.
(863) 683-6511 OR
(863) 676-6934
FAX (863) 682-8031

P.O. DRAWER 1203
WINTER HAVEN, FLORIDA 33883-7600

141 5TH STREET, NW
WINTER HAVEN, FLORIDA 33881
(863) 294-3360
FAX (863) 299-5498

LAKELAND-S. FLA. AVE.
(863) 683-7567
FAX (863) 688-8099

LAKE WALES
(863) 676-7611 OR
(863) 683-8942
FAX (863) 676-0643

DANIEL JOHNSON
STEN L. KILMER
KEVIN C. KAWLTON
CEDRIC E. LEWIS
DOUGLAS A. LOCKWOOD, III
WILLIAM M. MIDYETTE, III
DAVID A. MILLER
CORNEAL B. MYERS
E. BLAKE PAUL
ROBERT E. PUTERBAUGH
THOMAS B. PUTNAM, JR.
DEBORAH A. RUSTER
STEPHEN R. SENN
ANDREA TEVES SMITH
KEITH H. WADSWORTH
KERRY M. WILSON

May 24, 2001

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

800004325988--8
-05/29/01--01137--006
***155.00 ***155.00

RE: **IMPACT MARKETING GROUP, LLC**

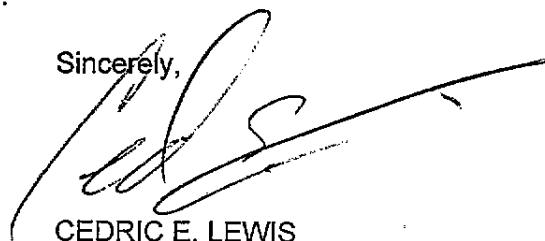
Gentlemen:

Enclosed for filing please find the Articles of Organization for the above-referenced Florida limited liability company.

Also enclosed is a check in the amount of \$155.00 for the filing fee and the cost of a certified copy.

If anything further is needed, please let me know. Otherwise, please forward the certified copy to me at the above Winter Haven address.

Sincerely,



CEDRIC E. LEWIS

Enclosures

up

FILED
01 MAY 29 AM 11:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA
WR 5/31

**ARTICLES OF ORGANIZATION
FOR
EMPACT MARKETING GROUP, LLC,
A Florida Limited Liability Company**

The undersigned, desiring to form a professional limited liability company under and pursuant to Chapters 608, Florida Statutes, the Florida Limited Liability Company Act, and Chapter 621, does hereby adopt the following Articles of Organization for such Company:

**ARTICLE I
Name**

The name of this Company shall be **EMPACT MARKETING GROUP, LLC.**

**ARTICLE II
Duration**

The term of existence of the Company shall be perpetual.

**ARTICLE III
Mailing and Street Address**

The mailing address and street address of the Company is 3430 Fox Ridge Street, Winter Haven, Florida, 33884.

**ARTICLE IV
Registered Agent and Office**

The name and street address of the initial registered agent and office for this Company is as follows: LAWRENCE D. ELLIS, 3430 Fox Ridge Street, Winter Haven, Florida, 33884.

**ARTICLE V
Admission of Additional Members;
Terms and Conditions of such Admissions**

Additional Members may be admitted upon unanimous consent of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of this Company and in accordance with applicable law.

FILED
01 MAY 29 AM 11:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED
01 MAY 29 AM 11:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI
Management of Company

The Company is to be managed by its Members.

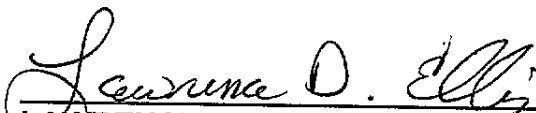
ARTICLE VII
Amendment of Articles of Organization

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Chapter 608, Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the Member to be added.

ARTICLE VIII
Transferability of Member's Interest

An interest of a Member of this Company may be transferred or assigned only to such extent and in the manner provided in the Operating Agreement of the Company and in accordance with applicable law.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 24 day of May, 2001.



LAWRENCE D. ELLIS, a Member of the
Company

STATEMENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated limited liability company, 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 the accept the obligations of my position as Registered Agent as provided in Chapter 608, Florida Statutes.



LAWRENCE D. ELLIS

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 24th day of May, 2001,
by **LAWRENCE D. ELLIS**, who is personally known to me or produced
driver's license as identification.

(SEAL)



Patsy L. King
MY COMMISSION # CC477350 EXPIRES
October 19, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

Patsy L. King

NOTARY PUBLIC

Print Name of Notary

My Commission Expires:

H:\HOME\PLK\CORP\IMPACT\MARKETING

FILED
01 MAY 29 AM 11:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA