

L41705

(Requestor's Name)

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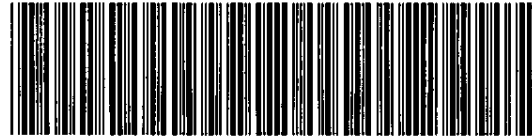
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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APPROVED
AND
FILED
14 AUG 11 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG 20 2015
T. LEMIEUX

BURTON C. SMITH, JR. P.C.

A Full Service Haywood County Law Firm™

BURTON C. SMITH, JR. - Attorney at Law - burtc@smithlaw.org

CAROL L. SMITH - North Carolina Certified Paralegal - cs@smithlaw.org

Thursday, August 7, 2014

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

Re: Merger of New Marketing Systems, Inc., a Florida corporation, into New Marketing Systems [NMS], Inc., a North Carolina corporation

Enclosed please find for filing executed originals of the following:

- Articles of Merger.
- Plan and Agreement of Merger.
- Resolution of New Marketing Systems, Inc. and Consent by Shareholder.
- Resolution of New Marketing Systems, Inc. and Consent by Director.

I also enclose one additional copy of each of the above-described documents for use in certification and ask that I receive back such certified documents.

I also enclose my firm check payable to the Florida Department of State in the sum of \$105.00 to cover the following fees:

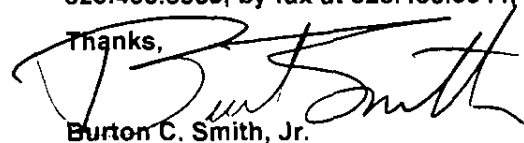
- Filing Fee for merging corporation - \$35.00.
- Filing Fee for surviving corporation - \$35.00.
- Certified copies of the 4 filed documents - \$35.00.

Please return all correspondence to:

Burton C. Smith, Jr.
Burton C. Smith, Jr., P.C.
675 North Main Street
Waynesville, NC 28786

If you need any further information, you welcome to contact me by telephone at 828.456.5333, by fax at 828.456.5344, or by email at burtc@smithlaw.org.

Thanks,



Burton C. Smith, Jr.

Copy - Clients

ARTICLES OF MERGER

New Marketing Systems (NMS), Inc.
a North Carolina corporation

and

New Marketing Systems, Inc.
a Florida corporation

APPROVED
AND
FILED
14 AUG 11 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Articles of Merger are being submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes:

First: The name and jurisdiction of the surviving corporation is NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation, located at 62 Communications Drive, Waynesville, NC 28786-9743 (Entity No./SOSID: 1104650).

Second: The name and jurisdiction of the merging corporation is NEW MARKETING SYSTEMS, INC., a Florida corporation, located at 62 Communications Drive, Waynesville, NC 28786 (Document No. L41705).

Third: The Plan of Merger is attached and made part hereof.


Fourth: The effective date of the merger shall be upon filing.

Fifth: The Plan of Merger was adopted by the sole shareholder of the surviving corporation.

Sixth: The Plan of Merger was adopted by the sole shareholder of the merging corporation.

Surviving Corporation:

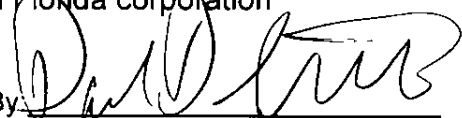
New Marketing Systems (NMS), Inc.,
a North Carolina corporation

By: 

David D. Spicher
Its: President

Merging Corporation:

New Marketing Systems, Inc.,
a Florida corporation

By: 

David D. Spicher
Its: President

PLAN AND AGREEMENT OF MERGER

New Marketing Systems (NMS), Inc.
a North Carolina corporation

and

New Marketing Systems, Inc.
a Florida corporation

Recitals

THIS AGREEMENT is made this 1ST day of July, 2014, by and between NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation, and NEW MARKETING SYSTEMS, INC., a Florida corporation, said corporations being sometimes hereinafter collectively referred to as the "Constituent Corporations."

WHEREAS, the respective "Shareholders" of the Constituent Corporations deem it advisable that NEW MARKETING SYSTEMS, INC., a Florida corporation (the "Merging Corporation") be merged into NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation (the "Surviving Corporation"), under the laws of the State of North Carolina in the manner provided therefore pursuant to North Carolina General Statutes Chapter 55-11-01, et seq.

NOW, THEREFORE, in consideration of the premises and of the mutual agreements herein contained, the Constituent Corporations have agreed, and do hereby agree, to merge upon the terms and conditions below stated.

Agreement to Merge

1. The name and jurisdiction of the surviving corporation is NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation (the "Surviving Corporation").

2. The name and jurisdiction of the merging corporation is NEW MARKETING SYSTEMS, INC., a Florida corporation (the "Merging Corporation").

3. NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation and NEW MARKETING SYSTEMS, INC., a Florida corporation, hereby agree that the Merging Corporation shall be merged into the Surviving Corporation.

Name of the Surviving Corporation

4. The name of the Surviving Corporation shall continue to be NEW

MARKETING SYSTEMS (NMS), INC., a North Carolina corporation.

Place of Office of Surviving Corporation

5. The place where the principal office of the Surviving Corporation is to be located is 62 Communications Drive, Waynesville, NC 28786-9743.

Purposes of Surviving Corporation

6. The purpose of the Surviving Corporation is to engage in any lawful act or activity for which corporations may be formed under The North Carolina Business Corporation Act.

Authorized Shares of Surviving Corporation

7. The present number of shares which the Merging Corporation is authorized to issue is 1,000 at \$1 par value common stock, of which 1,000 shares are now issued and outstanding. The present number of shares which the Surviving Corporation is authorized to issue is 1,000 common stock. The total number of shares of common stock which may be issued by the Surviving Corporation from and after the effective date of this merger is 2,000 shares of common stock, as 1,000 shares are presently issued and outstanding.

First Directors

8. The present directors of the Surviving Corporation shall continue as such until their successor or successors are duly elected or designated after the effective date of the merger.

Name and Address of Registered Agent of Corporation

9. Burton C. Smith, Jr. at 675 North Main Street, Waynesville, NC 28786-3819, is the person on whom "service of process" may be served. The principal office of NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation is 62 Communications Drive, Waynesville, NC 28786-9743.

Mode of Effecting Merger

10. The mode of carrying said merger into effect, and the manner and basis of converting the shares of the Merging Corporation into shares of the Surviving Corporation, shall be as follows:

Each shareholder of the Merging Corporation shall surrender their certificate or certificates to the Surviving Corporation on the date of execution of this Agreement

(being the effective date of this Agreement). Upon surrender to the Surviving Corporation of the respective certificates for outstanding shares of the Merging Corporation, they shall be issued to the respective holders thereof, in substitution therefore, certificates for fully paid and non-assessable common shares of the Surviving Corporation, in the ratio of one (1) share of the Surviving Corporation for one (1) share of the Merging Corporation, being a total issue of 1,000 shares of the Surviving Corporation for 1,000 shares now issued and outstanding of the Merging Corporation.

Articles of Incorporation

11. The Articles of Incorporation of the Surviving Corporation shall continue to be the Articles of the Surviving Corporation, until amended as provided by law.

Bylaws

12. The Bylaws of the Surviving Corporation shall continue to be the Bylaws of the Surviving Corporation.

Right of Corporation to Repurchase Its Shares

13. The Surviving Corporation, through its Board of Directors, shall have the right and power to repurchase any of its outstanding shares at such price and upon such terms as may be agreed upon between the Surviving Corporation and the shareholder(s) desiring to sell such shares to the Surviving Corporation.

Effective Date of Agreement and Merger

14. This Agreement shall be effective to accomplish the merger herein described as of the close of business of the Constituent Corporations on the date the Articles of Merger are filed.

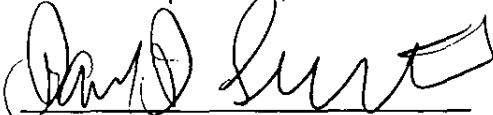
IN WITNESS WHEREOF, the Constituent Corporations have caused their respective corporate names to be signed hereto, by their respective presidents and secretaries, thereunto duly authorized by the respective Board of Directors and shareholders of the Constituent Corporation.

[SIGNATURE PAGE TO FOLLOW]


NEW MARKETING SYSTEMS (NMS), Inc., a North Carolina Corporation

SOLE SHAREHOLDER:

New Marketing Systems, Inc., a
Florida corporation,


David D. Spicher, President

DIRECTORS/OFFICERS



David D. Spicher, President
Renee E. Spicher, Vice President

NEW MARKETING SYSTEMS, INC., a Florida Corporation

SOLE SHAREHOLDER


David D. Spicher

DIRECTORS/OFFICERS


David D. Spicher, Director
And President
Renee E. Spicher, Vice-President,
Secretary and Treasurer

**ACTION BY UNANIMOUS WRITTEN CONSENT OF
THE SOLE SHAREHOLDER OF
NEW MARKETING SYSTEMS, INC.
(a Florida Corporation)**

In accordance with Section 607.0704 of the Florida Business Corporation Act, (the "Act"), the undersigned sole shareholder of New Marketing Systems, Inc., a Florida corporation, (the "Company"), hereby adopts the following resolutions:

MERGER WITH NEW MARKETING SYSTEMS (NMS) INC., a North Carolina corporation

Whereas: The Company's Board of Directors has approved and adopted those certain Articles of Merger and that certain Plan of Merger, to be dated effective as of the date of filing, by and between the Company and New Marketing Systems (NMS), Inc., a North Carolina corporation, substantially in the form attached hereto as Exhibit A and hereby incorporated by reference;

Whereas: The Company's Board of Directors has submitted the Articles of Merger and the Plan of Merger to the Company's sole shareholder for approval; and

Whereas: The sole shareholder of the Company desires to approve the Articles of Merger and the Plan of Merger and direct the Company's president and director to execute the Articles of Merger and Plan of Merger and file same with the Florida Secretary of State.

Now, therefore be it resolved: That the undersigned, constituting the sole shareholder of the Company, hereby approves the Articles of Merger and Plan of Merger; and

Resolved further: That the form, terms and conditions set forth in the Articles of Merger and Plan of Merger, in each case with such changes or additions or amendments thereto as the President of the Company shall determine to be necessary, appropriate or desirable, be and hereby are, approved, and that the President, of the Company be, and hereby is, authorized, empowered and directed on behalf of and by the Company and in its name to execute, deliver and cause the Company to carry out the provisions or, and perform its obligations under, the Articles of Merger and Plan of Merger;

Resolved further: That the President be, and hereby is, authorized, empowered and directed to execute and deliver any and all such other agreements, certificates, instruments or documents and to take or cause to be taken any and all such other actions as the President and her representatives, upon advice of counsel, shall deem

consistent with, necessary, appropriate or advisable in order to carry out the intent of the foregoing resolutions.

Omnibus Matters; Ratification of Prior Acts

Resolved: That representatives of the Company (including its President) and the Company's counsel and independent accountants be, and each of them hereby is, authorized and directed to prepare and to execute such documents, to make such filings, to seek necessary approvals and to take such actions as are consistent with the foregoing resolutions, and as may be necessary, appropriate or desirable in order to carry out the purpose of each of the foregoing resolutions and the intent thereof, including all things incidental thereto, and that the taking of any such action be conclusive evidence of the due authorization thereof by the Company and its shareholders; and

Resolved further: That all acts and things heretofore done by the President or agent or representative thereof, on or prior to this date, in connection with the transactions contemplated by these resolutions be, and the same hereby are, in all respects ratified, confirmed, approved and adopted as actions on behalf of the Company.

This Action by Unanimous Written Consent shall be effective as of the date first written above.



David D. Spicher, sole Shareholder

Exhibit A

Form of Articles of Merger and
Plan of Merger

ARTICLES OF MERGER

New Marketing Systems (NMS), Inc.
a North Carolina corporation

and

New Marketing Systems, Inc.
a Florida corporation

The following Articles of Merger are being submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes:

First: The name and jurisdiction of the **surviving** corporation is NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation, located at 62 Communications Drive, Waynesville, NC 28786-9743 (Entity No./SOSID: 1104650).

Second: The name and jurisdiction of the **merging** corporation is NEW MARKETING SYSTEMS, INC., a Florida corporation, located at 62 Communications Drive, Waynesville, NC 28786 (Document No. L41705).

Third: The Plan of Merger is attached and made part hereof.

Fourth: The effective date of the merger shall be **upon filing**.

Fifth: The Plan of Merger was adopted by the sole shareholder of the surviving corporation.

Sixth: The Plan of Merger was adopted by the sole shareholder of the merging corporation.

Surviving Corporation:

New Marketing Systems (NMS), Inc.,
a North Carolina corporation

By: _____
David D. Spicher
Its: President

Merging Corporation:

New Marketing Systems, Inc.,
a Florida corporation

By: _____
David D. Spicher
Its: President

PLAN AND AGREEMENT OF MERGER

New Marketing Systems (NMS), Inc.
a North Carolina corporation

and

New Marketing Systems, Inc.
a Florida corporation

Recitals

THIS AGREEMENT is made this ____ day of July, 2014, by and between NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation, and NEW MARKETING SYSTEMS, INC., a Florida corporation, said corporations being sometimes hereinafter collectively referred to as the "Constituent Corporations."

WHEREAS, the respective "Shareholders" of the Constituent Corporations deem it advisable that NEW MARKETING SYSTEMS, INC., a Florida corporation (the "Merging Corporation") be merged into NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation (the "Surviving Corporation"), under the laws of the State of North Carolina in the manner provided therefore pursuant to North Carolina General Statutes Chapter 55-11-01, et seq.

NOW, THEREFORE, in consideration of the premises and of the mutual agreements herein contained, the Constituent Corporations have agreed, and do hereby agree, to merge upon the terms and conditions below stated.

Agreement to Merge

1. The name and jurisdiction of the surviving corporation is NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation (the "Surviving Corporation").

2. The name and jurisdiction of the merging corporation is NEW MARKETING SYSTEMS, INC., a Florida corporation (the "Merging Corporation").

3. NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation and NEW MARKETING SYSTEMS, INC., a Florida corporation, hereby agree that the Merging Corporation shall be merged into the Surviving Corporation.

Name of the Surviving Corporation

4. The name of the Surviving Corporation shall continue to be NEW

MARKETING SYSTEMS (NMS), INC., a North Carolina corporation.

Place of Office of Surviving Corporation

5. The place where the principal office of the Surviving Corporation is to be located is 62 Communications Drive, Waynesville, NC 28786-9743.

Purposes of Surviving Corporation

6. The purpose of the Surviving Corporation is to engage in any lawful act or activity for which corporations may be formed under The North Carolina Business Corporation Act.

Authorized Shares of Surviving Corporation

7. The present number of shares which the Merging Corporation is authorized to issue is 1,000 at \$1 par value common stock, of which 1,000 shares are now issued and outstanding. The present number of shares which the Surviving Corporation is authorized to issue is 1,000 common stock. The total number of shares of common stock which may be issued by the Surviving Corporation from and after the effective date of this merger is 2,000 shares of common stock, as 1,000 shares are presently issued and outstanding.

First Directors

8. The present directors of the Surviving Corporation shall continue as such until their successor or successors are duly elected or designated after the effective date of the merger.

Name and Address of Registered Agent of Corporation

9. Burton C. Smith, Jr. at 675 North Main Street, Waynesville, NC 28786-3819, is the person on whom "service of process" may be served. The principal office of NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation is 62 Communications Drive, Waynesville, NC 28786-9743.

Mode of Effecting Merger

10. The mode of carrying said merger into effect, and the manner and basis of converting the shares of the Merging Corporation into shares of the Surviving Corporation, shall be as follows:

Each shareholder of the Merging Corporation shall surrender their certificate or certificates to the Surviving Corporation on the date of execution of this Agreement

(being the effective date of this Agreement). Upon surrender to the Surviving Corporation of the respective certificates for outstanding shares of the Merging Corporation, they shall be issued to the respective holders thereof, in substitution therefore, certificates for fully paid and non-assessable common shares of the Surviving Corporation, in the ratio of one (1) share of the Surviving Corporation for one (1) share of the Merging Corporation, being a total issue of 1,000 shares of the Surviving Corporation for 1,000 shares now issued and outstanding of the Merging Corporation.

Articles of Incorporation

11. The Articles of Incorporation of the Surviving Corporation shall continue to be the Articles of the Surviving Corporation, until amended as provided by law.

Bylaws

12. The Bylaws of the Surviving Corporation shall continue to be the Bylaws of the Surviving Corporation.

Right of Corporation to Repurchase Its Shares

13. The Surviving Corporation, through its Board of Directors, shall have the right and power to repurchase any of its outstanding shares at such price and upon such terms as may be agreed upon between the Surviving Corporation and the shareholder(s) desiring to sell such shares to the Surviving Corporation.

Effective Date of Agreement and Merger

14. This Agreement shall be effective to accomplish the merger herein described as of the close of business of the Constituent Corporations on the date the Articles of Merger are filed.

IN WITNESS WHEREOF, the Constituent Corporations have caused their respective corporate names to be signed hereto, by their respective presidents and secretaries, thereunto duly authorized by the respective Board of Directors and shareholders of the Constituent Corporation.

[SIGNATURE PAGE TO FOLLOW]

NEW MARKETING SYSTEMS (NMS), Inc., a North Carolina Corporation

SOLE SHAREHOLDER:

New Marketing Systems, Inc., a
Florida corporation,

David D. Spicher, President

DIRECTORS/OFFICERS

David D. Spicher, President

Renee E. Spicher, Vice President

NEW MARKETING SYSTEMS, INC., a Florida Corporation

SOLE SHAREHOLDER

David D. Spicher

DIRECTORS/OFFICERS

David D. Spicher, Director
And President

Renee E. Spicher, Vice-President,
Secretary and Treasurer

**ACTION BY UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF DIRECTORS OF
NEW MARKETING SYSTEMS, INC.
(a Florida Corporation)**

In accordance with Section 607.0821 of the Florida Business Corporation Act, (the "Act"), the undersigned, constituting all of the members of the Board of Directors (the "Board") of New Marketing Systems, Inc., a Florida corporation, (the "Company"), hereby adopt the following resolutions:

MERGER WITH NEW MARKETING SYSTEMS (NMS) INC., a North Carolina corporation

Whereas: A form of Articles of Merger and a Plan of Merger, have been presented to the Board pursuant to which New Marketing Systems, Inc., a Florida corporation, shall be merged with and into New Marketing Systems (NMS), Inc., a North Carolina corporation, substantially in the form attached hereto as Exhibit A and hereby incorporated by reference; and

Whereas: The Company's Board of Directors desires to adopt the Articles of Merger and the Plan of Merger and submit them to the Company's shareholders for approval.

Now, therefore be it resolved: That the undersigned, constituting the members of the Board, hereby deem it in the best interests of the Company and its shareholders to merge the Company with and into New Marketing Systems, Inc., a North Carolina corporation, with said Company ceasing to remain a separate corporate existence, as described in the Articles of Merger and Plan of Merger;

Resolved further: That the Articles of Merger and Plan of Merger be presented to the Company's shareholder for approval; and

Resolved further: That the form, terms and conditions set forth in the Plan of Merger and the Articles of Merger, in each case with such changes or additions or amendments thereto as the President of the Company shall determine to be necessary, appropriate or desirable, be and hereby are, approved, and that the President, of the Company be, and hereby is, authorized, empowered and directed on behalf of and by the Company and in its name to execute, deliver and cause the Company to carry out the provisions or, and perform its obligations under, the Plan of Merger and the Articles of Merger;

Resolved further: That the President be, and hereby is, authorized, empowered and directed to execute and deliver any and all such other agreements, certificates, instruments or documents and to take or cause to be taken any and all such other actions as the President and her representatives, upon advice of counsel, shall deem

consistent with, necessary, appropriate or advisable in order to carry out the intent of the foregoing resolutions;

Omnibus Matters; Ratification of Prior Acts

Resolved: That representatives of the Company, including the President, and the Company's counsel and independent accountants be, and each of them hereby is, authorized and directed to prepare and to execute such documents, to make such filings, to seek necessary approvals and to take such actions as are consistent with the foregoing resolutions, and as may be necessary, appropriate or desirable in order to carry out the purpose of each of the foregoing resolutions and the intent thereof, including all things incidental thereto, and that the taking of any such action be conclusive evidence of the due authorization thereof by the Company and the Board; and

Resolved further: That all acts and things heretofore done by the Board, the Company or the President or agent or representative thereof, on or prior to this date, in connection with the transactions contemplated by these resolutions be, and the same hereby are, in all respects ratified, confirmed, approved and adopted as actions on behalf of the Company.

This Action by Unanimous Written Consent shall be effective as of the date first written above.

A handwritten signature in black ink, appearing to read 'David D. Spicher', written over a horizontal line.

David D. Spicher, sole Director

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Exhibit A

Form of Articles of Merger and
Plan of Merger

ARTICLES OF MERGER

New Marketing Systems (NMS), Inc.
a North Carolina corporation

and

New Marketing Systems, Inc.
a Florida corporation

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Third: The Plan of Merger is attached and made part hereof.

Fourth: The effective date of the merger shall be **upon filing**.

Fifth: The Plan of Merger was adopted by the sole shareholder of the surviving corporation.

Sixth: The Plan of Merger was adopted by the sole shareholder of the merging corporation.

Surviving Corporation:

New Marketing Systems (NMS), Inc.,
a North Carolina corporation

By: _____
David D. Spicher
Its: President

Merging Corporation:

New Marketing Systems, Inc.,
a Florida corporation

By: _____
David D. Spicher
Its: President

PLAN AND AGREEMENT OF MERGER

New Marketing Systems (NMS), Inc.
a North Carolina corporation

and

New Marketing Systems, Inc.
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Recitals

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3. NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation and NEW MARKETING SYSTEMS, INC., a Florida corporation, hereby agree that the Merging Corporation shall be merged into the Surviving Corporation.

Name of the Surviving Corporation

4. The name of the Surviving Corporation shall continue to be NEW

MARKETING SYSTEMS (NMS), INC., a North Carolina corporation.

Place of Office of Surviving Corporation

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First Directors

8. The present directors of the Surviving Corporation shall continue as such until their successor or successors are duly elected or designated after the effective date of the merger.

Name and Address of Registered Agent of Corporation

9. Burton C. Smith, Jr. at 675 North Main Street, Waynesville, NC 28786-3819, is the person on whom "service of process" may be served. The principal office of NEW MARKETING SYSTEMS (NMS), INC., a North Carolina corporation is 62 Communications Drive, Waynesville, NC 28786-9743.

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(being the effective date of this Agreement). Upon surrender to the Surviving Corporation of the respective certificates for outstanding shares of the Merging Corporation, they shall be issued to the respective holders thereof, in substitution therefore, certificates for fully paid and non-assessable common shares of the Surviving Corporation, in the ratio of one (1) share of the Surviving Corporation for one (1) share of the Merging Corporation, being a total issue of 1,000 shares of the Surviving Corporation for 1,000 shares now issued and outstanding of the Merging Corporation.

Articles of Incorporation

11. The Articles of Incorporation of the Surviving Corporation shall continue to be the Articles of the Surviving Corporation, until amended as provided by law.

Bylaws

12. The Bylaws of the Surviving Corporation shall continue to be the Bylaws of the Surviving Corporation.

Right of Corporation to Repurchase Its Shares

13. The Surviving Corporation, through its Board of Directors, shall have the right and power to repurchase any of its outstanding shares at such price and upon such terms as may be agreed upon between the Surviving Corporation and the shareholder(s) desiring to sell such shares to the Surviving Corporation.

Effective Date of Agreement and Merger

14. This Agreement shall be effective to accomplish the merger herein described as of the close of business of the Constituent Corporations on the date the Articles of Merger are filed.

IN WITNESS WHEREOF, the Constituent Corporations have caused their respective corporate names to be signed hereto, by their respective presidents and secretaries, thereunto duly authorized by the respective Board of Directors and shareholders of the Constituent Corporation.

[SIGNATURE PAGE TO FOLLOW]

NEW MARKETING SYSTEMS (NMS), Inc., a North Carolina Corporation

SOLE SHAREHOLDER:

New Marketing Systems, Inc., a
Florida corporation,

David D. Spicher, President

DIRECTORS/OFFICERS

David D. Spicher, President

Renee E. Spicher, Vice President

NEW MARKETING SYSTEMS, INC., a Florida Corporation

SOLE SHAREHOLDER

David D. Spicher

DIRECTORS/OFFICERS

David D. Spicher, Director
And President

Renee E. Spicher, Vice-President,
Secretary and Treasurer

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