

FILED

R.B. DAVIS & ASSOCIATES, P.A.

ATTORNEYS AT LAW

1927 NORTHWEST 13TH STREET • GAINESVILLE, FL 32609-3412

2000 JUN 19 AM 10:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RICHARD B. DAVIS, JR.
BOARD CERTIFIED CIVIL TRIAL LAWYER
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June 16 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

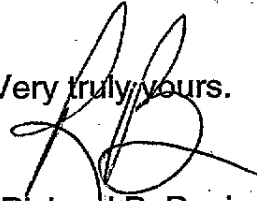
RE: Munce Maketing Group, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$78.75.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.


Richard B. Davis, Jr.
Munce Marketing Group, Inc.
415 Second Street
Indian Rocks Beach, Florida 33785

RBDjr:dh

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*ARTICLES OF INCORPORATION
of*

MUNCE MARKETING GROUP, INC.

The undersigned acting as the incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of this corporation is MUNCE MARKETING GROUP, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any advertising business and all other activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of common stock, par value \$1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address and mailing address of the initial principal office is 415 Second Street, Indian Rocks Beach, Florida, 33785.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this 1927 Nw 13th Street, Gainesville, Florida 32609 and the name of the initial registered agent of this corporation is Richard B. Davis, Jr.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial directors of the corporation are:

Robert L. Munce
415 Second Street
Indian Rocks Beach, Florida 33785

Martha M. Munce
415 Second Street
Indian Rocks Beach, Florida 33785

ARTICLE VIII- INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is Richard B. Davis, Jr, 1927 NW 13th Street.

ARTICLE IX - INDEMNIFICATION

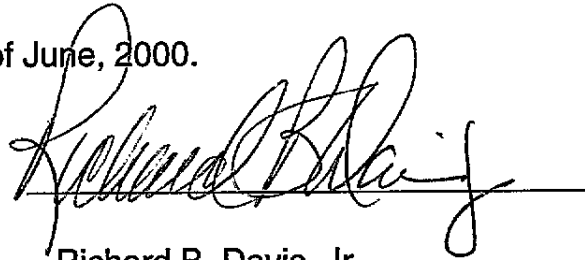
The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these

Articles of Incorporation on the 16th day of June, 2000.

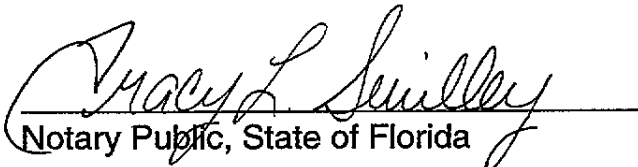


Richard B. Davis, Jr.
Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Richard B. Davis, JR., known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 16th day of June, 2000.



Notary Public, State of Florida

My commission expires



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

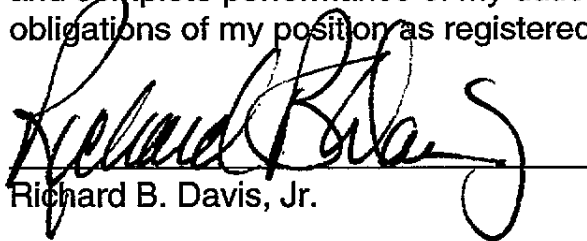
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MUNCE MARKETING GROUP, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Corporation at 1927 NW 13th Street, Gainesville, Florida 33602 Street; has named Richard B. Davis, Jr., located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.


Richard B. Davis, Jr.

6/15/00
Date