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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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## To:

Division of Corporations  
Fax Number : (850) 922-4001

## From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

## FLORIDA PROFIT CORPORATION OR P.A.

MAGELLAN MARKETING GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04 5
Estimated Charge	\$78.75

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**ARTICLE OF INCORPORATION  
OF  
MAGELLAN MARKETING GROUP, INC.**

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE ONE  
NAME**

The name of the Corporation is Magellan Marketing Group, Inc. The principal place of business shall be:

7364 Big Cypress Court  
Miami Lakes, FL 33014

**ARTICLE TWO  
DURATION**

The term of Existence of the corporation is perpetual, commencing on the date of receipt and acknowledgement of the articles by the Secretary of State.

**ARTICLE THREE  
PURPOSE**

The Purpose for which the corporation is organized is to engage in any activity or business under the laws of the United States and of this State.

**ARTICLE FOUR  
CAPITAL STOCK**

The aggregate number of shares that the corporation shall have authority to issue is 1,000,000 shares of capital stock with a par value of \$0.01 per share. ONE MILLION (1,000,000) shares of the capital stock of the corporation shall be issued for cash at a par value of \$0.01 per share. The sum of the par value of all shares of capital stock of the capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The shares of the corporation are not to be divided into classes.

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**ARTICLE FIVE**  
**DIVIDENDS**

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

**ARTICLE SIX**  
**PREEMPTIVE RIGHTS**

Every Shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rate shares as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

**ARTICLE SEVEN**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 7364 Big Cypress Court, Miami Lakes, FL 33014 and the name and address of the initial registered agent of the corporation is:

Ronald E. Orchard  
7364 Big Cypress Court  
Miami Lakes, FL 33014

**ARTICLE EIGHT**  
**INITIAL BOARD OF DIRECTORS**

The corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the by-laws. The name and address of the initial Director of this corporation is:

Ronald E. Orchard  
7364 Big Cypress Court  
Miami Lakes, FL 33014

**ARTICLE NINE**

The name and address of the person signing these Articles is:

Ronald E. Orchard  
7364 Big Cypress Court  
Miami Lakes, FL 33014

ARTICLE TEN  
ACTION BY DIRECTORS WITHOUT A MEETING

The Directors of this Corporation may take action by written consent as provided by law.

ARTICLE ELEVEN  
MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE TWELVE  
INDEMNIFICATION

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

ARTICLE THIRTEEN  
AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 31th day of July, 2000.

  
\_\_\_\_\_  
Ronald E. Orchard

CERTIFICATE OF DESIGNATION

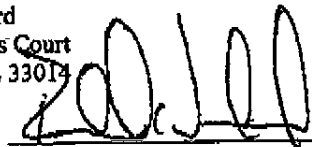
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1) The name of the corporation: Magellan Marketing Group, Inc.
- 2) The name and address of the registered agent and office is:

Ronald E. Orchard  
7364 Big Cypress Court  
Miami Lakes, FL 33014

Signature



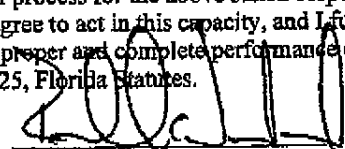
Ronald E. Orchard

Title: Director

Date: July 31, 2000

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

Signature



Ronald E. Orchard

Date: July 31, 2000

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