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LAW OFFICES OF IRA C. KAPLAN, P.C.

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ELTON J. BOZANIAN, ESQ.
NJ & FL BARS
Of Counsel

September 6, 2000

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

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-09/08/00--01074--010
*****78.75 *****78.75

SUBJECT: DTS Direct Mail and Fulfillment Services, Inc.

Dear Sir/Madam:

Enclosed is an original and two (2) copies of the Articles of Incorporation and a check \$78.75. Please return certified copy to the undersigned in the enclosed envelope provided.

Very truly yours,

Ira C. Kaplan/jm
Ira C. Kaplan

ICK/jm
Encl.
cc: Charles Zammit (w/encl.)

FILED
00 SEP -8 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-12
KC

ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (profit)

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles Of Incorporation

ARTICLE I

The name of the corporation shall be:

DTS Direct Mail and Fulfillment Services, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

13575 58th Street North, Suite 116
Clearwater, FL 33760

ARTICLE III

The purpose for which the corporation is organized is: any purpose permitted by the laws of the State of Florida.

ARTICLE IV

The number of shares of stock this corporation is authorized to have outstanding at any one time is:

100 shares.

ARTICLE V

The name and Florida street address of the registered agent is:

Dermot Murphy, Jr.
13575 58th Street North, Suite 116
Clearwater, FL 33760

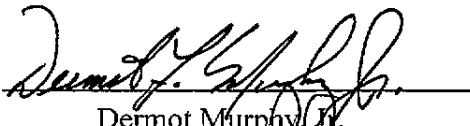
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00 SEP -8 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

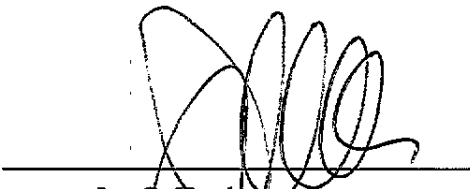
The name and address of the Incorporator to these Articles of Incorporation is:

Ira C. Kaplan
4485 Kensington Parkway
Lake Worth, FL 33467

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Dermot Murphy, Jr.
Registered Agent

²⁸
August , 2000


Ira C. Kaplan
Incorporator

²⁸
August , 2000