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FILED
00 NOV -6 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 3, 2000

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

Re: Promoco, Inc.

600003453046--3
-11/06/00--01076--016
*****78.75 *****78.75

To whom it may concern:

Enclosed please find an executed original Articles of Incorporation as well as a check in the amount of \$78.75. Please file the enclosed and return a stamped original to the above-address.

Thank you for your time and consideration.

Very truly yours,

Roy W. Foxall

RWF/jms

11-7

ARTICLES OF INCORPORATION
OF
PROMOCO, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators hereby form a corporation for profit under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be:

Promoco, Inc.

The address of the principal office of this corporation shall be 1822 SW 21st Lane, Cape Coral, Florida 33914, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in every aspect of the business of management services. This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of zero par value common stock.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2222 Second Street, Fort Myers, Florida 33901, and the name of the initial registered agent of the corporation at that address is Roy W. Foxall, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial President, Vice-President and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:


Robert Tremaine 1822 SW 21st Lane
Dir/Pres./Sec./Treas. Cape Coral, Florida 33914

ARTICLE VII. INCORPORATOR

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

Robert Tremaine 1822 SW 21st Lane
Cape Coral, Florida 33914

IN WITNESS WHEREFORE, the undersigned hereunto set his hand and seal on November 1, 2000.


ROBERT TREMAINE

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Roy W. Foxall, Esq., having a business office listed above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


ROY W. FOXALL