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660 East Jefferson Street
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

Reynolds Marketing Group, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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ARTICLES OF INCORPORATION

OF

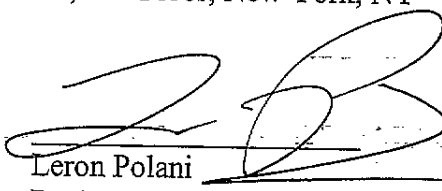
REYNOLDS MARKETING GROUP, INC.

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TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

- FIRST: The name of the corporation is: Reynolds Marketing Group, Inc.
- SECOND: The street address of the initial principal office, and, if different, the mailing address of the corporation is: 2403 NW 49th Lane Boca Raton FL 33431.
- THIRD: The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the Florida Statutes.
- FOURTH: The number of shares the corporation is authorized to issue is: 1,000,000 shares of \$0.01 par value each.
- FIFTH: The street address of the registered office of the corporation is 2403 NW 49th Lane, Boca Raton FL 33431, and the name of its initial registered agent at such address is Christopher Reynolds.
- SIXTH: The names of addresses of the persons who are to serve as initial directors are: Christopher Reynolds, 2403 NW 49th Lane, Boca Raton FL 33431, and Merryl Reynolds, 2403 NW 49th Lane, Boca Raton FL 33431.
- SEVENTH: The name and address of each incorporator is: Leron Polani, Beck & Arad, LLP, 950 Third Avenue, 18th Floor, New York, NY 10022.

11/14/00
Date


Leron Polani
Beck & Arad, LLP
950 Third Avenue
18th Floor
New York, NY 10022

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CONSENT TO APPOINTMENT BY REGISTERED AGENT


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHRISTOPHER REYNOLDS, 2403 NW 49th Lane, Boca Raton, Florida 33431 hereby
gives its consent to serve as the registered agent for **REYNOLDS MARKETING
GROUP, INC.** in the State of Florida.

Dated:

11/17/00

By:


Christopher Reynolds