

P00000116372

December 1, 2000

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

800003488438--9
-12/05/00--01118--001
*****70.00 *****70.00

Subject: Tactical Marketing Systems, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00.

From: Don A. Ramier, III
6030 River Oaks Road
Memphis, TN 38120
(901) 682-8384

FILED
00 DEC 20 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FL 32314

~~2000-12-21~~
cc.



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 11, 2000

DON A. RAMIER, III
6030 RIVER OAKS RD.
MEMPHIS, TN 38120

SUBJECT: TACTICAL MARKETING SYSTEMS, INC.
Ref. Number: W00000029031

We have received your document for TACTICAL MARKETING SYSTEMS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Cunningham
Document Specialist

Letter Number: 400A00062425

FILED
00 DEC 20 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TACTICAL MARKETING SYSTEMS, INC.

ARTICLE I

The name of this corporation is TACTICAL MARKETING SYSTEMS, INC..

ARTICLE II

DURATION

This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of providing computer consulting services.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 24 N. Bumby Ave in Orlando, Florida 32803 and the name of the initial registered agent of this corporation is Charles S. Scott, whose address is 24 N. Bumby Ave. in Orlando, Florida 32803.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of one director. The name and address of the initial director of this corporation is:

NAME:

ADDRESS:

Don A. Ramier, III

6030 River Oaks Road, Memphis, Tennessee 38120

ARTICLE VII

INCORPORATORS

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

NAME:

ADDRESS:

Don A. Ramier, III

6030 River Oaks Road, Memphis, Tennessee 38120

ARTICLE VIII

PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

AMENDMENT

This Corporation reserve the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

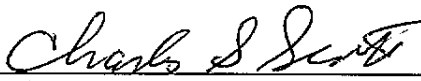
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th day of December, 2000.

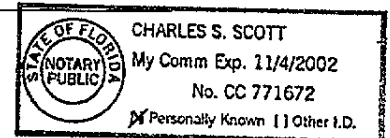

Don A. Ramier, III

STATE OF FLORIDA,
COUNTY OF ORANGE,

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Don A. Ramier, III known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 15th day of December, 2000.


NOTARY PUBLIC
MY COMMISSION EXPIRES:



CERTIFICATE DISIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE AND NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.


Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FILED
00 DEC 20 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

That Tactical Marketing Systems, Inc., desiring to incorporate under the laws of the State of Florida, with its principal office located at 24 N. Bumby Ave., Orlando, Florida 32803 County of Orange, State of Florida, has named Charles S. Scott whose address is 24 N. Bumby Ave. in Orlando, Florida 32803, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept the act in this capacity, and agree to comply with the provision of said Act relative to keeping said office open.



Charles S. Scott