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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATION SERVICE COMPANY

ACCT#: 120000000195

CONTACT: JUDY BLANCETT

PHONE: (850)521-1000

FAX #: (850)521-1030

NAME: RSVP MARKETING SERVICES, INC.

AUDIT NUMBER.....H01000027501

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A. ⑦

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PAGES..... 6

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 16, 2001

CORPORATION SERVICE COMPANY

SUBJECT: RSVP MARKETING SERVICES, INC.  
REF: W01000005996

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 487-6059 for information) or designate another entity that is active according to our records.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight  
Document Specialist

FAX Aud. #: H01000027501  
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**RESUBMIT**  
Please give original  
submission date as file date.

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ARTICLES OF INCORPORATION  
OF  
RSVP MARKETING AND CONSULTING SERVICES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

RSVP MARKETING AND CONSULTING SERVICES, INC.

The address of the principal office of this corporation shall be 1521 Alton Road, #242, Miami Beach, Florida 33139, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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 common stock having \$1.00 par value per share.

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TALLAHASSEE

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ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 319 Hibiscus Street, West Palm Beach, Florida 33401, and the name of the initial registered agent of the corporation at that address is Donna Barfield, P.A.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Ignacio Beguiristain Dir.	1521 Alton Road #242 Miami Beach, Florida 33139
Glen Hargrave Dir.	1521 Alton Road #242 Miami Beach, Florida 33139

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ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Ignacio Beguiristain  
Pres.

1521 Alton Road  
#242  
Miami Beach, Florida 33139

Glen Hargrave  
V. Pres.

1521 Alton Road  
#242  
Miami Beach, Florida 33139

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

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ARTICLE IX. INCORPORATOR

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on March 15, 2001.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

dew

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MAR. -19' 01 (MON) 19:18 LAW OFFICES BARFIELD

TEL:561-650-8146

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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.

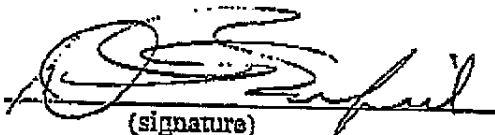
1. The name of the corporation is: RSVP Marketing and Consulting Services, Inc.

2. The name and address of the registered agent and office is:

Donna Barfield, P.A.  
319 Hibiscus Street  
West Palm Beach, FL 33401

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
(signature)  
Donna Barfield, as agent

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LOCATION:561 650 8146

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