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FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KURT ANDREW SIMPSON
A PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

March 13, 2001

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Gentlemen:

I am enclosing herewith an original and one (1) copy of the Articles of Incorporation of **KREATIVE MARKETING, INC.** Also, enclosed is my firm's check in the amount of \$122.50 representing the filing fee for the Articles of Incorporation.

Thanking you for your every assistance in this matter I am,

Sincerely yours,

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-03/16/01--01028--005
122.50 **78.75

KURT ANDREW SIMPSON,
A Professional Association


KURT ANDREW SIMPSON

KAS/kas
Enclosures

Signed in attorney's absence
to expedite.

CB 3-20

ARTICLES OF INCORPORATION

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OFSECRETARY OF STATE
TALLAHASSEE, FLORIDAKREATIVE MARKETING, INC.

The undersigned, acting as Incorporators of a Corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation:

FIRST

The name of the Corporation is: **KREATIVE MARKETING, INC.**

SECOND

The period of duration of the Corporation is perpetual.

THIRD

The purpose or purposes for which the Corporation is organized are to engage in any activity of business permitted under the Laws of the United States of America and of this State.

FOURTH

The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock with a par value of \$1.00 per share.

Initial Issue: 1,000 shares of the Capital Stock of the Corporation shall be issued for cash, inventory, goods and merchandise at a par value of \$1.00 per share.

Stated Capital: The sum of the par value of all shares of Capital Stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time.

Dividends: The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the Corporation.

Classes of Stock: The shares of stock of the Corporation are not to be divided into classes.

No Shares in Series: The Corporation is not authorized to issue shares in series.

FIFTH

The initial street address in Florida of the initial principle office of the Corporation is 2075 Vela Norte Circle, Atlantic Beach, Florida 32233, and the name of the initial Registered Agent is MARIA HEALY, whose address is 2075 Vela Norte

SIXTH

The initial Board of Directors shall consist of two members who need not be residents of the State of Florida nor Shareholders of the Corporation.

SEVENTH

The names and addresses of the persons who shall serve as the Directors until the first annual meeting of Shareholders, or until their successors shall have been elected and qualified are as follows:

Maria Healy	2075 Vela Norte Circle Atlantic Beach, Florida 32233
Kelly Cianciolo	9525 Eagles Landing Drive Gainesville, Georgia 30506

EIGHTH

The names and addresses of the initial Incorporators are as follows:

Maria Healy	2075 Vela Norte Circle Atlantic Beach, Florida 32233
Kelly Cianciolo	9525 Eagles Landing Drive Gainesville, Georgia 30506

NINTH

The names and addresses of the persons who shall serve as the Officers until the first annual meeting of Shareholders, or until their successors shall have been elected and qualified are as follows:

Maria Healy President/Secretary	2075 Vela Norte Circle Atlantic Beach, Florida 32233
Kelly Cianciolo Vice-President/Treasurer	9525 Eagles Landing Drive Gainesville, Georgia 30506

TENTH

Two-thirds consent of the Stockholders of the Corporation shall be required for any Shareholder action.


ELEVENTH

The Shareholders have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a Stockholders' meeting, with not less than a two-thirds vote of the common stock.

TWELFTH

The holders of the common stock of this Corporation shall have pre-emptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the Corporation. The pre-emptive right of any holder is determined by the ratio of the authorized and issued shares of stock held by the holder of all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Jacksonville Beach, Duval County, Florida, this 20th day of FEBRUARY, 2001.


MARIA HEALY

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Gainesville, Georgia, this 27th day of February, 2001.

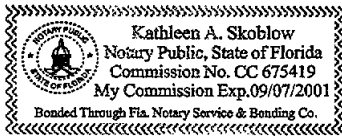

KELLY CIANCIOLO

STATE OF FLORIDA, COUNTY OF DUVAL, To Wit:

Before me, the undersigned authority, personally appeared MARIA HEALY, who is to me well known to be the person described in and who subscribed to the Articles of Incorporation, and that she did freely and voluntarily acknowledge before me, according to law, that she made and subscribed the same for the uses and purposes

therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my Hand and Official Seal at Jacksonville Beach, Duval County, Florida, this 20th day of FEBRUARY, 2001.



Kathleen A. Skoblow
Notary Public

STATE OF GEORGIA, COUNTY OF Forsyth, To Wit:

Before me, the undersigned authority, personally appeared KELLY CIANCIOLO, who is to me well known to be the person described in and who subscribed to the Articles of Incorporation, and that she did freely and voluntarily acknowledge before me, according to law, that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my Hand and Official Seal at Cumming, Gainesville, Forsyth County, Georgia, this 27th day of February, 2001.

Kaye Hughes
Notary Public

Notary Public-Forsyth County, Georgia
My Commission Expires May 23, 2002

ACCEPTANCE

I, the undersigned, being a citizen of Atlantic Beach, Duval County, Florida, do hereby accept the designation of Registered Agent of the above-named Corporation.

Maria Healy
MARIA HEALY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA