

P01000043370

Aaron J Burns
3982 Avenue O, NW
Winter Haven, FL 33881

April 24, 2001

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

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-04/30/01--01014--011
*****87.50 *****87.50

Dear Sir:

Enclosed are an original and one copy of the articles of incorporation for Small Change Marketing Inc. Also is a check for \$ 87.50 for the filing fees, certified copy and certificate of status.

Sincerely,

Aaron J Burns

FILED
01 APR 30 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESER - MAY 1 2000

ARTICLES OF INCORPORATION
OF
SMALL CHANGE MARKETING, INC.

ARTICLE I. NAME

The name of this corporation is SMALL CHANGE MARKETING, INC.

ARTICLE II. DURATION

This corporation shall exist perpetually. Corporate existence shall commence with the filing of these articles with the Department of State.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of ONE Dollar (\$1.00) par value common stock which shall be designated "common shares".

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3982 Avenue O, NW, Winter Haven, FL 33881 and the initial registered agent of this corporation at that address is Aaron J Burns.

ARTICLE VI. BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but never be less than one. The name and address of the initial director of this corporation is:

Aaron J Burns 3982 Avenue O NW, Winter Haven, FL 33881

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ARTICLE VII. INCORPORATORS

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

Aaron J Burns

3982 Avenue O NW, Winter Haven, FL 33881

ARTICLE VIII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.


ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify an officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

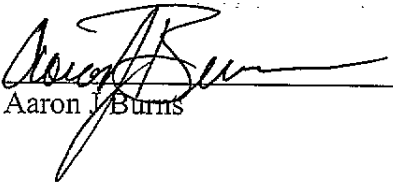
IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation on 4-25-01



Aaron J Burns

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Aaron J Burns, having an address identical with the registered office of the corporation named 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.

By: 
Aaron J Burns

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 25th day of Apr.,
2001 by Aaron Burns who is (are) personally known to me or
who has produced _____ as identification and who did not
take an oath.



Gena M. Kaley
Notary

**THIS CERTIFICATE
MUST BE ATTACHED
TO THE DOCUMENT
DESCRIBED AT RIGHT:**

Title or Type of Certificate: _____
Number or pages: _____ Date of Document: _____
Signatures other than named above: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR 30 AM 8:38

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