PAWDS 2538 WILLIAM L. THOMPSON, JR., P.A.

2301 PARK AVENUE, SUITE 404 ORANGE PARK, FLORIDA 32073

TELEPHONE: (904) 269-4841 TELEFAX: (904) 269-9303 ELECTRONIC MAIL: wlt.law@worldnet.att.net

May 18, 2001

ATTORNEY AT LAW

EFFECTIVE DATE

Via UPS Next Day Air

Florida Department of State Division Of Corporations 409 East Gaines Street Tallahassee, Florida 32399

-05/21/01--01157--019 ******78.75 ******78.

Re: AVT Mail, Inc.

I have enclosed for filing the ARTICLES OF INCORPORATION of AVT Mail, Inc. Please return a certified copy of the Articles to this office. I also have enclosed my firm check in the amount of \$78.75 representing the filing fee.

Please contact our office should you have any questions or concerns. Thank you for your assistance.

Sincerely,

William L. Thompson, Jr.

WLT/ptj

Enclosures

OLMAY 21 PM 12: 5
SECRETARY OF STAT
ALLAHASSEE, FLORI

PS/25/01/

FILED

ARTICLES OF INCORPORATION

01 MAY 21 PM 12: 51

OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

AVT MAIL, INC.

EFFECTIVE/DATE

ARTICLE I

NAME

The name of this corporation is "AVT Mail, Inc."

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of common stock having a par value of (\$.01) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on the date of execution of these Articles of Incorporation.

ARTICLE V

PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the business of the corporation shall be 2301 Park Avenue, Suite 404, Orange Park, Florida 32073. The Board of directors may, from time to time, change the principal office and mailing address to any other address in Florida.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is 2301 Park Avenue, Suite 404, Orange Park, Florida, and the name of the initial registered agent of this corporation at that address is William L. Thompson, Jr. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of this corporation are:

NAME

ADDRESS

William L. Thompson, Jr.

2301 Park Avenue, Suite 404 Orange Park, Florida 32073

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator of this corporation is:

<u>NAME</u>

<u>ADDRESS</u>

William L. Thompson, Jr.

2301 Park Avenue, Suite 404 Orange Park, Florida 32073

ARTICLE IX

BYLAWS

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

| IN WITNESS WHEREOF, the | he undersigned Incorporator, being a natural perso |
|--|---|
| competent to contract, has hereunto | set his hand and affixed his seal this day of Ma |
| . 2001. | William L. Thompson, Jr. |
| STATE OF FLORIDA COUNTY OF CLAY The foregoing instrument was by William L. Thompson, Jr, who [| s acknowledged before me this // day of May, 200] is personally known to me or [] who has produced as identification and who did (did not) take |
| ം ം an oath. | as identification and who did (did not) take |
| PAMELA T. JEFFERSON MY COMMISSION # CC 791465 EXPIRES: January 17, 2003 Bonded Thru Pichard Insurance Agency | Print Name: Pamela T. Tufferson Notary Public, State of Florida |
| (SEAL) | My Commission expires: Commission Number: |

FILED

CERTIFICATE OF ACCEPTANCE OF DESIGNATION & MAY 21 PM 12: 51 REGISTERED AGENT OF SECRETARY OF STATE TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon AVT Mail, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 2301 Park Avenue, Suite 404, Orange Park, Florida 32073.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Orange Park, Clay County, Florida, on this day of May, 2001.

William L. Thompson, Ir