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Charles M. Gaspari  
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July 18, 2001

Neysa Culligan, Document Specialist  
New Filings Section  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32301

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 JUL 25 AM 10:27

Re: Corporate formation for JVS Marketing, Inc.

Dear Neysa Culligan:

Enclosed herewith are two executed copies of the Articles of Incorporation for the above referenced corporation, together with a check payable to the Secretary of State in the amount of \$78.75 in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Filing Fee	<u>35.00</u>
Total	<u>\$78.75</u>

Please return the certified copy to the attention of the undersigned. Thank you for your cooperation in this matter.

Very truly yours,



Charles M. Gaspari, Esq.

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosures:

Check # 1155  
Articles in duplicate

N. Culligan JUL 25 2001

## ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of **JVS MARKETING, INC.**, (the "Corporation") under the Florida Business Corporation Act, adopts the following articles of incorporation:

### ARTICLE I

#### NAME

The name of the Corporation shall be: **JVS MARKETING, INC.**

### ARTICLE II

#### DURATION

The duration of the Corporation will be perpetual.

### ARTICLE III

#### PURPOSE

The general purpose for which the Corporation is organized is to transact any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

### ARTICLE IV

#### PRINCIPAL OFFICE

The principal place of business/mailing address is:

16 Paddock Circle, Tequesta, Florida 33469

#### AUTHORIZED SHARES

The maximum number of shares of stock that the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock at \$0.01 par value per share.

### ARTICLE V

#### INITIAL OFFICERS/DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time, as provided in the Bylaws. The name and address of the initial director is:

Joan V. Scirrotto  
16 Paddock Circle  
Tequesta, Florida 33469

Prepared by:  
Charles M. Gaspari, Esq.  
Florida Bar No. 793582  
3520 Embassy Drive  
West Palm Beach, FL 33401  
(561) 478-7390

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ARTICLE VI

REGISTERED AGENT

The name and Florida street address of the registered agent is:

Charles M. Gaspari                      3520 Embassy Drive  
West Palm Beach, FL 33401

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator is:

Charles M. Gaspari                      3520 Embassy Drive  
West Palm Beach, FL 33401

ARTICLE VIII

INDEMNIFICATION

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he or she is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The Corporation shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him or her in connection with any such liability in the manner provided for by law or in accordance with the Corporation's Bylaws.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

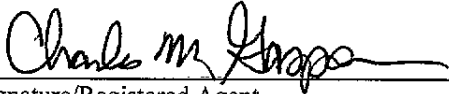
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18<sup>th</sup> day of JULY, 2001.

  
Charles M. Gaspari, Incorporator

Prepared by:  
Charles M. Gaspari, Esq.  
Florida Bar No. 793582  
3520 Embassy Drive  
West Palm Beach, FL 33401  
(561) 478-7390

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been designated as registered agent for **JVS MARKETING, INC.**, in the foregoing articles of incorporation, I hereby agree to accept service of process for said Corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept obligations of that position.



Signature/Registered Agent

July 18, 2001  
Date

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