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December 7, 2001

FLORIDA DEPARTMENT OF STATE

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
01 DEC 10 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Southeast Sales & Marketing Group, Inc.
Our File No. 01-11020

000004715940--5

-12/10/01--01051--014
*****70.00 *****70.00

Dear Sirs:

Enclosed please find Articles of Incorporation, along with a copy of same concerning the above-referenced corporation. I have also enclosed this firm's check in the amount of \$70.00 for your various filing fees.

Please return a conformed copy of the Articles of Incorporation to this office.

Sincerely yours,


SID C. PETERSON, JR.

SCP/cmr
Enclosures

Ps
12/11/01

FILED

01 DEC 10 AM 11:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SOUTHEAST SALES & MARKETING GROUP, INC.

ARTICLE I

***CORPORATE NAME, PRINCIPAL OFFICE
AND MAILING ADDRESS***

The name of this Corporation shall be: ***SOUTHEAST SALES & MARKETING GROUP, INC.***, with its principal office located at 2525 S. Atlantic Avenue, Daytona Beach Shores, Florida 32118 and its corporate mailing address being the same.

ARTICLE II

NATURE OF BUSINESS AND POWER

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE V

REGISTERED AGENT

AND

INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial registered office of this Corporation in the state of Florida shall be:

EDWARD W. SMITH
2525 S. Atlantic Avenue
Daytona Beach Shores, Florida 32118

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

ARTICLE VI
BOARD OF DIRECTORS

This Corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII
INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street addresses are:

KARL W. EISENMAN

820 North Central Avenue
Flagler Beach, Florida 32136

EDWARD W. SMITH

119 Lagoon Court
New Smyrna Beach, Florida 32169

MARIO L. URRUELA

7270 West Point Boulevard
Orlando, Florida 32835

CHARLES H. MUELLER

14 Kathy Drive
Ormond Beach, Florida 32176

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII
OFFICERS

The officers of this Corporation shall be a President, three (3) Vice-Presidents, Secretary and Treasurer, and any other office as the Board of Directors may deem necessary. Any two or more offices may be held by the same person.

ARTICLE IX
INITIAL OFFICERS

The names of the initial officers of this Corporation and their street addresses are:

President

KARL W. EISEMAN
820 North Central Avenue
Flagler Beach, Florida 32136

Vice-President
Secretary & Treasurer

EDWARD W. SMITH
119 Lagoon Court
New Smyrna Beach, Florida 32169

Vice-President

MARIO L. URRUELA
7270 West Pointe Boulevard
Orlando, Florida 32835

Vice-President

CHARLES H. MUELLER
14 Kathy Drive
Ormond Beach, Florida 32176

ARTICLE X
INCORPORATOR

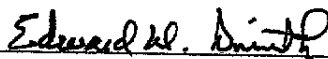
The name and address of the person signing these Articles of Incorporation as the Incorporator is:

EDWARD W. SMITH
119 Lagoon Court
New Smyrna Beach, Florida 32169

ARTICLE XI
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporate be made.

IN WITNESS WHEREOF, the undersigned as Incorporator has executed the foregoing Articles of Incorporation on this 6 day of DECEMBER, 2001.



EDWARD W. SMITH

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, a Notary Public, personally appeared, **EDWARD W. SMITH**, who is personally known to me or who has produced FL. DRIVER'S LICENSE as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 6th day of December, 2001.



SIDNEY C. PETERSON II

(Notary - print name)

Notary Public - State of Florida

Commission No.:

My Commission Expires:



Sidney C Peterson II

My Commission CC979865

Expires November 05, 2004

01 DEC 10 AM 11:05
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

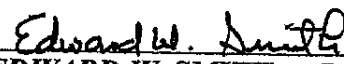
CERTIFICATE

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **SOUTHEAST SALES & MARKETING GROUP, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at the City of Daytona Beach Shores, County of Volusia, State of Florida, has named **EDWARD W. SMITH**, of 2525 S. Atlantic Avenue, Daytona Beach Shores, Volusia County, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida relative to keeping the designated office open.



EDWARD W. SMITH, as Registered Agent