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ACCOUNT NO. : 072100000032

REFERENCE : 391891 7295652

AUTHORIZATION :

COST LIMIT : \$ 78.75

FILED  
2001 DEC 17 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*Patricia Pigato*

ORDER DATE : December 17, 2001

ORDER TIME : 12:11 PM

ORDER NO. : 391891-005

300004728863--1

CUSTOMER NO: 7295652

CUSTOMER: David M. Vogel, Esq  
David M. Vogel,  
Attorney At Law  
3150 N.e. 190th Street, #201

Miami, FL 33180

DOMESTIC FILING

NAME: SELLER'S MARKETING GROUP,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156  
EXAMINER'S INITIALS:

RECEIVED  
01 DEC 17 PM 1:37  
DIVISION OF CORPORATION

*JS* 12/17/01

ERICA WISNER  
1054 EGRETS WALK CIRCLE  
SUITE 101  
NAPLES, FL 94108

FILED  
2001 DEC 17 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

~~SENT BY CERTIFIED MAIL, RETURN RECEIPT REQUESTED TO:~~  
HAND-DELIVERED TO:

Florida Department of State  
Corporation Division  
Tallahassee, Florida 32301

Re: Articles of Incorporation - **SELLER'S MARKETING GROUP, INC.**

Gentlemen:

Enclosed for filing is an original and one copy of the Articles of Incorporation for the above Florida corporation, together with an executed Designation of Registered Agent Form.

Upon filing, please forward to us a certified copy of the Articles of Incorporation together with the Certificate of Incorporation.


Also enclosed is a check in the amount of \$78.75 for payment of the following fees:

Filing Fee	\$ 35.00
Certified Copy	8.75
Resident Agent Designation Form	<u>35.00</u>
<b>Total:</b>	<b>\$78.75</b>

If for any reason the above Articles may not be filed as submitted, please contact the undersigned.

Thank you for your cooperation.

Very truly yours,



Erica Wisner

enclosures  
articles\_smg2

**SELLER'S MARKETING GROUP, INC.**

**FILED**

**ARTICLES OF INCORPORATION**

2001 DEC 17 PM 3:26

The undersigned, desiring to incorporate a corporation under the provisions of the Florida Business Corporation Act, does hereby certify:

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

1. The name of the Corporation is:

**SELLER'S MARKETING GROUP, INC.**

2. The principal mailing address of the Corporation is 1054 Egrets Walk Circle, Suite 101, Naples, FL 94108.

3. The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) each.

4. There shall be no preemptive rights with respect to any shares of stock of the Corporation.

5. The initial registered office of the Corporation shall be located at 3150 N.E. 190th Street, #201, Aventura, FL 33180, and the initial Registered Agent shall be David M. Vogel.

6. The name and address of the sole incorporator hereof is:

Name

Address

Erica Wisner

1054 Egrets Walk Circle, Suite 101  
Naples, FL 94108

7. The initial Board of Directors shall be comprised of One (1) member. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

The name and address of the initial Director is:

Name

Address

Erica Wisner

1054 Egrets Walk Circle, Suite 101, Naples, FL 94108

8. The general nature of the business to be transacted by the Corporation shall be to engage in and to do any lawful act permitted under the laws of the United States of America and of the State of Florida.

9. The term for which the Corporation is to exist is perpetual.

10. The formation of the Corporation shall be effective as of the date hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 30<sup>th</sup> day of November, 2001.

  
Erica Wisner, Incorporator

STATE OF FLORIDA )

COUNTY OF COLLIER )

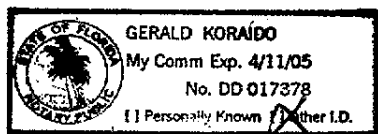
): SS

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of November, 2001, by Erica

Wisner, who is personally known to me, or has produced  
identification.

FL. Drivers License as

(SEAL)



Gerald Koraido  
Notary Public, State of Florida

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **SELLER'S MARKETING GROUP, INC.**
2. The name and address of the registered agent and office is:

**DAVID M. VOGEL**  
**P.O. BOX NOT ACCEPTABLE**

**3150 N.E. 190th Street, #201, Aventura, FL 33180**  
**(CITY/STATE/ZIP)**

SIGNATURE   
(corporate officer) (Incorporator)

TITLE Incorporator

DATE 11/30/01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 12/07/01

**FILED**  
2001 DEC 17 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA