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COVER LETTER

FOR

ARTICLES OF INCORPORATION for XTREME MARKETING, INC.

STEVEN ROSENTHAL
8264 136TH ST. N.
SEMINOLE, FLORIDA 33776

DECEMBER 14, 2001

HONORABLE KATHERINE HARRIS
SECRETARY OF STATE
STATE OF FLORIDA

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-12/20/01--01023--023
*****70.00 *****70.00

DEAR MS. HARRIS:

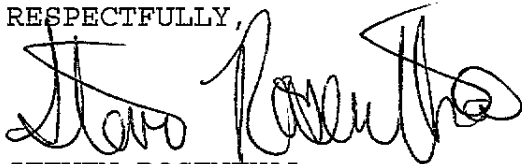
ENCLOSED YOU WILL FIND THE ARTICLES OF INCORPORATION FOR
XTREME MARKETING, INC. IN ADDITION, YOU WILL FIND
A CHECK FOR \$70.00 (SEVENTY DOLLARS) TO COVER FILING FEES.

THE RETURN ADDRESS FOR ACKNOWLEDGEMENT OF ACCEPTANCE OF
THESE ARTICLES IS AT THE OFFICE OF THE INCORPORATOR:

STEVEN ROSENTHAL
8264 136TH ST. N.
SEMINOLE, FLORIDA 33776
(727) 398-6152

IF THERE ARE ANY QUESTIONS, ADDITIONAL INFORMATION, OR
REQUIREMENTS NEEDED FOR FILING, PLEASE CONTACT STEVEN
ROSENTHAL.

RESPECTFULLY,



STEVEN ROSENTHAL

B. BROWN DEC 21 2001 ✓

FILED
01 DEC 20 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
XTREME MARKETING, INC.

FILED
01 DEC 20 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, acting as the Incorporator of a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of this corporation is Xtreme Marketing, Inc. The principle location of the corporation is 10707 66th St. N., Suite H, Pinellas Park, Florida 33782.

ARTICLE II. DURATION

The duration of the corporation shall be perpetual, and its corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

The purposes for which this corporation is formed are to engage in any lawful act or activity of business for which corporations may be incorporated pursuant to law.

ARTICLE IV. SHARES

The aggregate number of shares which the corporation shall have authority to issue is 100 nonassessable, have a par value of \$1.00 (one-dollar) per share.

Without derogation to any other power to purchase shares of the corporation as permitted by law, the corporation, by action of the Board of Directors may purchase or redeem outstanding shares as permitted by its bylaws or agreement entered into by its shareholders.

ARTICLE V. REGISTERED OFFICE

The Registered Office of the corporation shall be: 6301 67th Lane N., Pinellas Park, FL 33781.

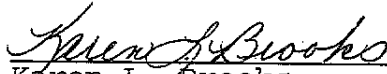
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. APPOINTMENT OF REGISTERED AGENT

APPOINTMENT: Karen L. Brooks, 6301 67th Lane North Pinellas Park, FL 33781, is hereby appointed as the Registered Agent at the Registered Office of the corporation.

ACCEPTANCE: I hereby accept my appointment as the Registered Agent of Xtreme Marketing, Inc. on whom process and other notice may be served. I am familiar with and accept the obligations provided for in Florida Stat. Ann. Sec. 607.325.

Date: 12-14-01


Karen L. Brooks
6301 67th Lane North
Pinellas Park, FL 33781

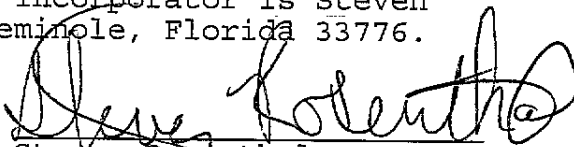
ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of Directors composing the Initial Board of Directors is (1). The names and addresses of the members of the Initial Board of Directors are:

Karen L. Brooks - President, Vice Pres., Treas., & Secretary
6301 67th Lane North
Pinellas Park, Florida 33781

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator is Steven Rosenthal, 8264 136th St. N., Seminole, Florida 33776.


Steven Rosenthal