

**Electronic Articles of Incorporation
For**

**P01000121197
FILED
December 26, 2001
Sec. Of State**

ENDEAVOR MARKETING, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ENDEAVOR MARKETING, INC.

Article II

The principal place of business address:

9139 RUGER DRIVE
NEW PORT RICHEY, FL. 34655

The mailing address of the corporation is:

9139 RUGER DRIVE
NEW PORT RICHEY, FL. 34655

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10,000.00

Article V

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

THE SOLOMON TROPP LAW GROUP, P.A.
400 NORTH ASHLEY PLAZA
SUITE 3000
TAMPA, FL. 33602

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: LAURA H. HOWARD

Article VI

The name and address of the incorporator is:

LAURA H. HOWARD
THE SOLOMON TROPP LAW GROUP, P.A.
400 NORTH ASHLEY PLAZA, SUITE 3000
TAMPA, FLORIDA 33602

Incorporator Signature: LAURA H. HOWARD

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
ERNEST J DELMONICO
9139 RUGER DRIVE
NEW PORT RICHEY, FL. 34655

Article VIII

The corporate existence of the Corporation shall commence when these Articles of Incorporation are filed, as provided by Section 607.0203(1), Florida Statutes, and the Corporation shall have perpetual existence thereafter.

Article IX

The Corporation shall have power to:

- (a) have perpetual succession by its corporate name;
- (b) sue and be sued, complain and defend in its corporate name in all actions or proceedings;
- (c) have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facimile thereof, to be impressed, affixed, or in any other manner reproduced;
- (d) purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever

Article IX (continued)

situated;

(e) sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property or assets;

(f) lend money to and use its credit to assist its officers and employees to the full extent permitted by law;

(g) purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

(h) make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income;

(i) lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;

(j) conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida;

(k) elect or appoint officers and agents for the Corporation including teachers, administrative personnel and other persons and define their duties and fix their compensation;

(l) make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of the State of Florida, for the administration and regulation of the affairs of the Corporation;

(m) make donations for the public welfare or for charitable, scientific or educational purposes;

(n) transact any lawful business which the Board of Directors of the Corporation shall find will be in aid of governmental policy;

(o) pay pensions and establish pensions plans, profit sharing plans, stock bonus plans, stock option plans, health plans, medical plans, dental plans, insurance plans and other incentive or benefit plans for any or all of its directors, officers, and employees and for any and all of the directors, officers, and employees of any subsidiaries it may have;

(p) be a promoter, incorporator, general or limited partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise; and

(q) have and exercise all powers necessary or convenient to effect its purposes.

Article X

The Corporation is authorized to issue 10,000 shares of one dollar (\$1.00) par value common stock, which shall be designated Common Stock.

Article XI

Bylaws: The power to adopt, alter, amend or repeal bylaws shall be vested in the Corporation's Board of Directors.

Article XII

Indemnification: The Corporation shall indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

Article XIII

Preemptive Rights: Each shareholder of the Corporation shall have the first right to purchase shares (and any securities convertible into such shares) of any class, kind, or series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at that time of issuance bears to the total number of shares then outstanding, exclusive of treasure shares. Any shareholders' preemptive rights shall be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the Corporaiton within thirty days of receipt of written notice from the Corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his or her preemptive rights by affirmative written notice of waiver within thirty days of receipt of notice of the Corporation's issuance of shares.

Article XIV

Amendment: These Articles of Incorporation may be amended in the manner provided by law.