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January 3, 2002

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Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

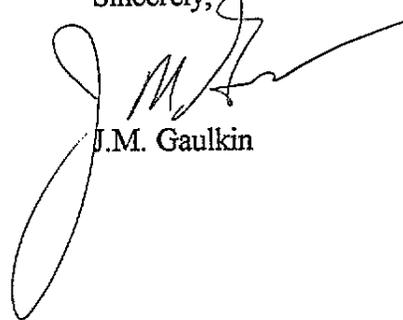
**Re: Articles of Incorporation Ameritech Marketing Group, Inc.**

Dear Sir or Madam:

Enclosed please find one original and one copy of the Articles of Incorporation of Ameritech Marketing Group, Inc. and a \$70.00 check. Please return a time stamped copy to the undersigned at the address stated above.

If you have any questions whatsoever please do not hesitate to contact me at your earliest convenience.

Sincerely,



J.M. Gaulkin

JMG/mr  
Enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01/17

ARTICLES OF INCORPORATION  
OF  
AMERITECH MARKETING GROUP, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

AMERITECH MARKETING GROUP, INC.

The address of the principal office of this corporation shall be 10411 S.W. 123rd. Street, Miami, Florida 33176 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

The purpose of this corporation is to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 10411 S.W. 123<sup>rd</sup> Street, Miami, Florida 33176 and the name of the initial registered agent of the corporation at that address shall be David C. Weston.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have (2) directors and (3) officers, initially. The name and street address of the initial directors and officers who shall hold office for at least the first year of the corporation, until their successor is elected or appointed are:

Directors: STEVEN ZABIELINSKY, Director, 10411 S.W. 123<sup>rd</sup> Street, Miami, Fl. 33176

DAVID WESTON, Director, 10411 S.W. 123<sup>rd</sup> Street, Miami, Fl. 33176

Officers: STEVEN ZABIELINSKY, President, 10411 S.W. 123<sup>rd</sup> Street, Miami, Fl. 33176

DAVID WESTON, Vice President, 10411 S.W. 123<sup>rd</sup> Street, Miami, Fl. 33176

DONNA WESTON, Secretary and Treasurer, 10411 S.W. 123<sup>rd</sup> Street, Miami, Fl. 33176

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Joel M. Gaulkin, Esq.  
4627 Ponce de Leon Blvd.  
Second Floor  
Coral Gables, FL 33146

Signed on January 3, 2002.

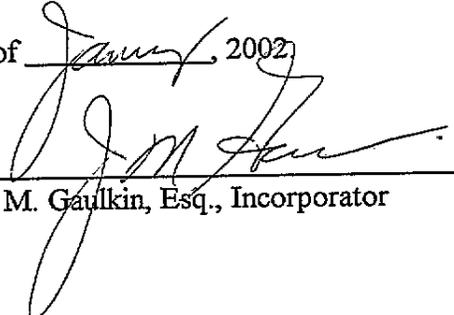
By: \_\_\_\_\_

Joel M. Gaulkin, Esq. Incorporator

ASSIGNMENT BY THE SOLE INCORPORATOR  
OF THE ARTICLES OF INCORPORATION OF  
AMERITECH MARKETING GROUP, INC.

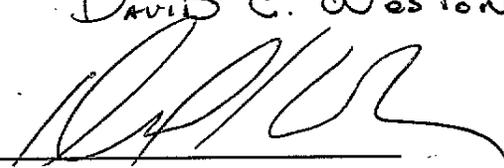
Joel M. Gaulkin, Esq. as a sole incorporator, for value received hereby assigns any and all  
rights he may have as such incorporator to the following:

Dated the 3rd day of January, 2002

By   
Joel M. Gaulkin, Esq., Incorporator

Having been named as registered agent and to accept service of process for Ameritech Marketing Group, Inc. at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

David C. Weston

By: \_\_\_\_\_ 

David C. Weston

Date: 12/27/01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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