

P02000014313

MANLEY MARKETING, INC.

P.O. Box 1811 * Cape Canaveral, Florida 32920

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB -4 AM 9:53

January 22, 2002

Secretary of State
Corporation Division
The Capital
Tallahassee, FL 32304

Re: Articles of Incorporation

600004864046--4
-02/04/02--01051--009
****122.50 *****78.75

To Whom It May Concern:

I am enclosing herewith an original and a copy of the Articles of Incorporation for MANLEY MARKETING, INC.. In addition, my check in the amount of \$122.50 is enclosed to cover the following fees:

Filing Fee	\$	35.00
Certified Copy		52.50
Registered Agent Fee		<u>35.00</u>
	\$	122.50

Please file the original Articles of Incorporation and return a certified copy to the undersigned in the enclosed envelope.

I thank you in advance for your prompt assistance.

Sincerely,



John Manley
President and
Registered Agent

:rmb

Enclosures

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**ARTICLES OF INCORPORATION
FOR A SUB-CHAPTER "S" CORPORATION**

MANLEY MARKETING, INC.

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The undersigned hereby subscribes to these Articles of Incorporation and executes same for the purpose of becoming a Sub-Chapter "S" Corporation for profit under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of the corporation is **MANLEY MARKETING, INC.**, with its principal place of business at 166 Center Street, Suite #106, Cape Canaveral, FL 32920.

**ARTICLE II
CORPORATE NATURE**

This is a corporation for profit and may engage in any activity which is lawful under the laws of the State of Florida, including, but not limited to telemarketing.

**ARTICLE III
DURATION**

The term of existence of this corporation is perpetual.

**ARTICLE IV
CORPORATE OFFICERS**

The Board of Directors shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers as the Bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

**President, V. President,
Secretary, Treasurer**

John Manley
P.O. Box 1811
Cape Canaveral, FL 32920

**ARTICLE V
CAPITAL STOCK**

This corporation is authorized to issue 500 shares of \$1.00 per share par value common stock which shall be designated "common shares".

**ARTICLE VI
REGISTERED AGENT AND OFFICE**

The address of registered agent, 166 Center Street, Suite #106,
Cape Canaveral, Florida 32920 and the name of its registered agent at said address
shall be John Manley.

**ARTICLE VII
SOLE INCORPORATOR**

The name and street address of the sole incorporator of the corporation is: John
Manley whose address is P.O. Box 1811, Cape Canaveral, Florida 32920.

**ARTICLE VIII
INDEMNIFICATION**

This corporation shall indemnify any officer or director or any former officer or
director to the full extent permitted by law.

**ARTICLE IX
BY-LAWS**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the
shareholders.

**ARTICLE X
AMENDMENT TO ARTICLES**

Amendment to these Articles of Incorporation may be proposed by a resolution
adopted by the Board of Directors and presented to a quorum of members for their vote.

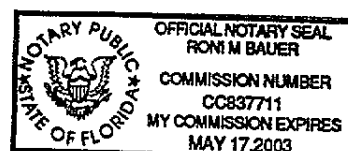
The undersigned, being the sole incorporator of this corporation, for the purpose
of forming this corporation under the laws of the State of Florida, have executed these
Articles of Incorporation this DATE.


John Manley

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 28th day of January, 2002, by John Manley, who is personally
known to me or who has produced _____ as identification
and who did/did not take an oath.


Notary Public



ACCEPTANCE OF REGISTERED AGENT

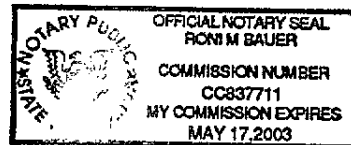
The undersigned hereby accepts appointment as registered agent for MANLEY MARKETING, INC.


John Manley
REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 20th day of January, 2002, by John Manley, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.


Notary Public



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