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NANCY G. FARAGE

PROFESSIONAL ASSOCIATION
ATTORNEY AT LAW

4th Floor
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR AM 10:36
POST OFFICE BOX 17302
TAMPA, FLORIDA 33668

March 11, 2002

Division of Corporations
Department of State
The Capitol
Room 202, North Monroe
Tallahassee, FL 32310-8047

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-03/15/02--01033--006
*****78.75 *****78.75

RE: Articles of Incorporation for Big Fish Marketing, Inc.

Gentlemen:

Enclosed please find two (2) originals of the (a) Articles of Incorporation, and (b) Certificate of Designation Registered Agent/Registered Office, both regarding Big Fish Marketing, Inc. Please file the original Articles and Certificate and return a certified copy to me.

Also enclosed is a check in the amount of \$78.75 made payable to the Secretary of State.

Thank you for your assistance and cooperation in this matter. Should you have any questions regarding the enclosed documents, please do not hesitate to contact my office by telephone.

Sincerely yours,



NANCY G. FARAGE

NGF:jdr
Enclosures

nc 3/21

ARTICLES OF INCORPORATION

OF

BIG FISH MARKETING, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

02 MAR 15 AM 10:36

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be:

BIG FISH MARKETING, INC.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage in or transact 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 that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 707 North Franklin Street, 4th Floor, Tampa, Florida 33602, and the name and address of the initial registered agent of this corporation at that address is Nancy G. Farage.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time by the By-Laws adopted by the shareholders. The name and address of the initial director of this corporation are:

<u>Name</u>	<u>Address</u>
Nancy G. Farage	Post Office Box 173027 Tampa, Florida 33672

ARTICLE VII

SUBSCRIBERS

The name and post office address of the subscriber to these Articles of Incorporation are:

Name

Address

Nancy G. Farage

Post Office Box 173027
Tampa, Florida 33672

ARTICLE VIII

BY-LAWS


The Board of Directors is authorized to adopt By-Laws, including provisions governing the issuance of stock certificates to replace lost or destroyed stock certificates and provisions prohibiting the transfer of the stock of the corporation and of the preemptive rights to such stock, provided such By-Laws are not contrary to the laws of the State of Florida.

ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority, or such greater number as may be specified in the By-Laws, of the shares of stock entitled to vote thereon unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation, this 11th day of March, 2002.

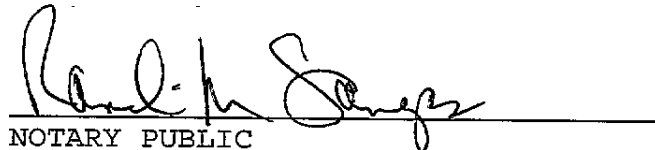

Nancy G. Farage

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared NANCY G. FARAGE known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid this 11th day of March, 2002.


NOTARY PUBLIC
My commission expires:



Randi M. Langas
Commission # DD 035293
Expires June 30, 2005
Bonded Thru
Atlantic Bonding Co., Inc

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the law of the state of Florida, submits the following statement in designating the registered agent, in the state of Florida.

1. The name of the corporation is: Big Fish Marketing, Inc.

2. The name and address of the registered agent and office is:

Nancy G. Farage
(NAME)
707 N. Franklin Street, 4th Floor
(P.O. BOX NOT ACCEPTABLE)
Tampa, Florida 33602
(CITY/STATE/ZIP)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 15 AM 10:36

SIGNATURE

Nancy G. Farage
(corporate officer)

TITLE

Incorp. / Director

DATE

3/11/02

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Nancy G. Farage

DATE

3-11-02

REGISTERED AGENT FILING FEE: \$35.00