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ACCOUNT NO. : 072100000032

REFERENCE : 548774 4320229

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pigato

FILED
2002 APR 25 PM 2:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : April 25, 2002

ORDER TIME : 10:22 AM

ORDER NO. : 548774-005

CUSTOMER NO: 4320229

700005347877--5

CUSTOMER: Ms. Raphaelita Upshaw
Kilpatrick Stockton, Llp

1100 Peachtree Street
Suite 2800
Atlanta, GA 30309

DOMESTIC FILING

NAME: GQ MARKETING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

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DIVISION OF REGISTRATION

ef 4/25/02

ARTICLES OF INCORPORATION

OF

GQ MARKETING, INC.

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2002 APR 25 PM 2:29

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

ARTICLE I.

The corporate name for the corporation (hereinafter called the "corporation") is GQ Marketing, Inc.

ARTICLE II.

The street address, wherever located, of the principal office of the corporation is 6002 Glen Abbey Lane, Bradenton, Florida 34202.

ARTICLE III.

The purpose of the Company shall be to engage in the business of marketing consulting.

ARTICLE IV.

The number of shares that the corporation is authorized to issue is 1,000, all of which are of a par value of \$.01 each and are the same class and are common shares.

ARTICLE V.

The street address of the initial registered office of the corporation in the State of Florida is 6002 Glen Abbey Lane, Bradenton, Florida 34202. The name of the registered agent of the corporation at the said registered office is Glenda Manka.

The written acceptance of the registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

ARTICLE VI.

The name and the address of the sole incorporator is:

Michael E. Hollingsworth II
Kilpatrick Stockton LLP
1100 Peachtree Street, Suite 2800
Atlanta, Georgia 30309

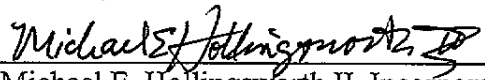
ARTICLE VII.

The duration of the corporation shall be perpetual.

ARTICLE VIII.

The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such person.

IN WITNESS WHEREOF, the undersigned incorporator and registered agent of the corporation have executed these Articles of Incorporation on this 24th day of April 2002.


Michael E. Hollingsworth II, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation 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 am familiar with and accept the obligations of my position as registered agent.

By: Glenda Manka
Glenda Manka, President

Date: April 24, 2002

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TALLAHASSEE FLORIDA