

P02000059822

May 6, 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-05/30/02--01032--012
*****78.75 *****78.75

Subject: **Innovative Marketing of North America, Inc.**

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and check in the amount of \$78.75.

From: Carmine E. Gazerro
6853 S.W. 18th Street, Suite M101
Boca Raton, FL 33431

FILED
02 MAY 30 PM 1:44
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

INNOVATIVE MARKETING OF NORTH AMERICA, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

Then name of the corporation shall be:

Innovative Marketing of North America, Inc.

ARTICLE II - PRINCIPLE OFFICE

The Principal place of business and mailing address of this corporation shall be:

**6853 S.W. 18th Street, Suite M101
Boca Raton, FL 33431**

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares of common stock, a par value of \$1.00 per share

ARTICLE IV - INITIAL REGISTERED AGENT & ADDRESS

The name and address of the initial registered agent is:

**Carmine E. Gazerro, Jr.
6853 S.W. 18th Street, Suite M101
Boca Raton, FL 33431**

FILED
02 MAY 30 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V – INCORPORATOR

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

**Carmin E. Gazerro, Jr.
6853 S.W. 18th Street, Suite M101
Boca Raton, FL 33431**

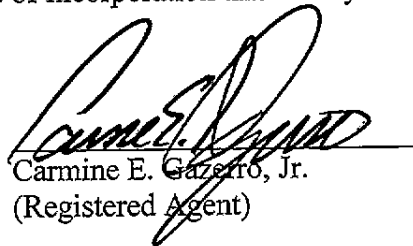
ARTICLE VI – AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE VII – BY LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

The undersigned has executed these Articles of Incorporation this 1st day of May 2002.


Carmine E. Gazerro, Jr.
(Registered Agent)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

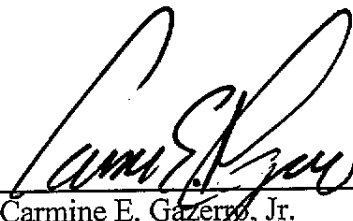
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

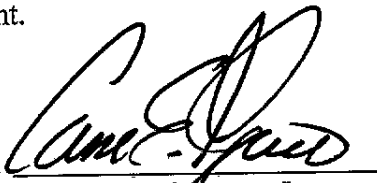
Innovative Marketing of North America, Inc.

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

Carmine E. Gazerro, Jr.
6853 S.W. 18th Street, Suite M101
Boca Raton, FL 33431


Carmine E. Gazerro, Jr.
May 1, 2002

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 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.


Carmine E. Gazerro, Jr.
May 1, 2002

FILED
02 MAY 30 PM 1:44
STATE OF FLORIDA
TALLAHASSEE, FLORIDA