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02 SEP -4 AM 10:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

David Santangelo  
2200 W. Commercial Blvd. #204  
Ft. Lauderdale, FL 33309  
August 28, 2002

Florida Department of State  
Division of Corporations  
New Filings Section  
409 E. Gaines St.  
Tallahassee, FL 32399

7000007509617--5  
-09/04/02--01035--008  
\*\*\*\*\*80.00 \*\*\*\*\*70.00

RE: Articles of Incorporation  
Ace Marketing Solutions, Inc.

To Whom It May Concern:

Enclosed please find the original signed and notarized Articles of Incorporation for the above referenced organization.

Enclosed please find our check in the amount of \$80.00 to cover the filing fee for this document and to have a regular copy of the filed articles mailed back to us.

Thank you for your assistance in this matter.

Sincerely,

  
David Santangelo

Enclosures

CB9-9

**ARTICLES OF INCORPORATION  
OF  
Ace Marketing Solutions, Inc.**

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The undersigned subscriber, a natural person competent to contract for the purpose of forming a corporation under the Florida General Corporation Act of the State of Florida, adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is Ace Marketing Solutions, Inc.

**ARTICLE II**

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida and shall have such powers as enumerated in the Florida General Corporation Act, Chapter 607, Florida Statutes (1983).

**ARTICLE III**

The total number of shares of stock which the corporation shall have authority to issue and which the corporation is authorized to have outstanding at any one time is One Hundred (100) shares, which shares shall have a par value of One Dollar (\$1.00).

**ARTICLE IV**

This corporation shall have perpetual existence.

**ARTICLE V**

The initial address of the principal office of the corporation in the State of Florida is 2200 W. Commercial Blvd. #204, Ft. Lauderdale, FL 33309.

**ARTICLE VI**

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of the directors are:

David Santangelo, 2200 W. Commercial Blvd. #204, Ft. Lauderdale, FL 33309.

**ARTICLE VII**

The name and address of the subscriber to these Articles of Incorporation is: David Santangelo, 2200 W. Commercial Blvd. #204, Ft. Lauderdale, FL 33309.

**ARTICLE VIII**

The Corporation shall indemnify any officers or directors or any former officers or directors to the full extent permitted by law.

**ARTICLE IX**

The initial registered agent of this Corporation and the street address is as follows:  
David Santangelo, 2200 W. Commercial Blvd. #204, Ft. Lauderdale, FL 33309.

**ARTICLE X**

These Article of Incorporation may be amended or repealed as provided by law.

**ARTICLE XI**

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone communication and as otherwise permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 29 day of August 2002.

**WITNESSES:**

Denise Libby

David Santangelo  
David Santangelo

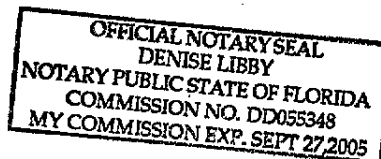
STATE OF FLORIDA }  
COUNTY OF BROWARD }

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 29 day of August 2002, by David Santangelo, who is/are personally known to me or who has produced drivers license as identification and who did (did not) take an oath.

WITNESS my hand and official seal in the County and State aforesaid this date.

Denise Libby  
Notary Public

My commission expires:



**REGISTERED AGENT CERTIFICATE AND ACCEPTANCE**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Ace Marketing Solutions, Inc. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Ft. Lauderdale, County of Broward, State of Florida, has named David Santangelo as its agent to accept service of process within the State of Florida.

SIGNATURE: David Santangelo  
TITLE: Pres.  
DATE: 8/29/02

Having been named to accept services of process for the above-named corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

David Santangelo  
David Santangelo  
DATE: 8/29/02

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