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Division of Corporations

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Research Marketing Group, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
RESEARCH MARKETING GROUP, INC.**

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - Name

The name of this Corporation shall be:

RESEARCH MARKETING GROUP, INC. (the "Corporation").

ARTICLE II - Principal Office

The address of the principal office and mailing address of the Corporation is 628 Renaissance Pointe, #304, Altamonte Springs, Florida 32714.

ARTICLE III - Business and Activities

This Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida. Provided, however, and notwithstanding the generality of the foregoing, this Corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE IV - Capital Stock

A. The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE V - Term of Existence

The effective date upon which this Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 628 Renaissance Pointe, #304, Altamonte Springs, Florida 32714 and the name of the initial registered agent of the Corporation at that address is Merlin Assent.

ARTICLE VII - Directors

A. The initial number of Directors of this Corporation shall be four (4). The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the Bylaws of this Corporation, but there shall always be at least one Director.

B. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.

D. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.

E. The names and street addresses of the initial members of the Board of Directors, each to hold office until the first annual meeting of the Shareholders of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Street Address</u>
Merlin Assent	628 Renaissance Pointe #304 Altamonte Springs, Florida 32714
Adrian Assent	730 Centenary Loop #104 Lake Mary, Florida 32746
Pete Wright	628 Renaissance Pointe #304 Altamonte Springs, Florida 32714
Brian Assent	628 Renaissance Pointe #304 Altamonte Springs, Florida 32714

ARTICLE VIII - Incorporators

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

<u>Name</u>	<u>Street Address</u>
Merlin Assent	628 Renaissance Pointe #304 Altamonte Springs, Florida 32714

ARTICLE IX - Officers

The name of the officers of the Corporation are:

<u>Name</u>	<u>Capacity</u>
Merlin Assent	President
Adrian Assent	Vice President Treasurer
Pete Wright	Vice President Secretary
Brian Assent	Vice President

ARTICLE X - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this Corporation.

ARTICLE XI - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XII - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of a majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4th day of December, 2003.


Merlin Assent, Incorporator

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

Dated this 4th day of December, 2003.


Merlin Assent

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