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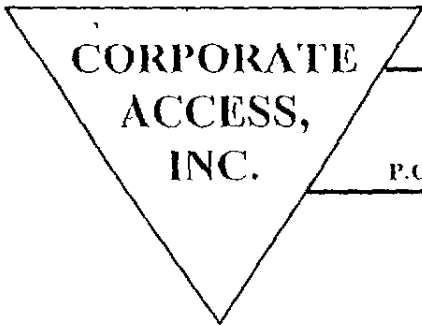


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1.)

Award Marketing Inc.

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Glenda E. Hood
Secretary of State

April 19, 2004

CORPORATE ACCESS, INC.

SUBJECT: AWARD MARKETING INC.
Ref. Number: W04000015044

RECEIVED
04 APR 20 PM 2:19
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for AWARD MARKETING INC. and your check(s) totaling \$350.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 204A00025779

Corrected 4/20/04
Thanks,
Irish @

ARTICLES OF INCORPORATION

OF

AWARD MARKETING GROUP INC.

FILED

04 APR 20 AM 10:15

**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

The undersigned incorporators to these Articles of Incorporation, natural persons competent to contract, hereby subscribe and form a corporation for profit under the Laws of the State of Florida.

ARTICLES I - NAME

The name of the corporation is **AWARD MARKETING GROUP INC.**

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United State and of the state of florida, including, but not limited to: REAL ESTATE INVESTMENTS; REAL ESTATE DEVELOPMENT AND CONSTRUCTION; HOTEL/MOTEL DEVELOPMENT; TIME SHARE PROPERTY DEVELOPMENT; TIME SHARE PROPERTY OPERATION AND MANAGEMENT; SALES & SERVICES OF CREDIT CARDS MERCHANT SERVICES & THE RELATED EQUIPMENTS; TO ACT AS SALES AGENTS/AGENCY FOR CREDIT CARDS MERCHANT SERVICES/PROVIDERS.

ARTICLE III - CAPITAL STOCK

The maximum amount of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1000) shares of common stock, which shares shall have the par value of \$1.00

ARTICLE IV - VOTING POWERS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE V - DIRECTORS

The initial directors of this corporation are as follows:

VAL LEWIS

OLIVE LEWIS

This corporation shall have two(2) Directors initially. The number of directors may be increased or diminished from time-to-time by the By-Laws, but shall never be less than one (1).

Said Directors specifically named above shall hold office for the first year of the corporation's existence, or until a successor(s) is elected and has been duly qualified.

ARTICLE VI - OFFICERS

The following individuals shall constitute first officers of this corporation:

VAL LEWIS

President

OLIVE LEWIS

Secretary/Treasurer

ARTICLE VII - INITIAL ADDRESS

The initial address of the corporation shall be 4954 N.W. 52 Avenue, Pompano Beach, Florida, 33073. Said corporation shall have the right and privilege of establishing, operating, and doing business in such other counties of the State of Florida and in such other state of the United States and foreign countries, as the Board of Directors may from time-to-time order and establish.

ARTICLE VIII - REGISTERED AGENT

The name and address of the initial registered agent is:

VAL LEWIS, 4954 NW 52 Avenue, Pompano Beach, Florida 33073.

ARTICLE IX - TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of filing of these Articles.

ARTICLE X - INITIAL SUBSCRIBERS

The name and street address of each subscriber to these Articles of Incorporation, and the number of shares of stock which each agreed to take are as follows:

VAL LEWIS	510	\$1.00 Par Value
4954 N.W. 52 Avenue		
Pompano Beach, FL 33073		

OLIVE LEWIS	490	\$1.00 Par Value
4954 NW 52 Avenue		
Pompano Beach, FL 33073		

IN WITNESS WHEREOF, We have hereunto set our hands and seal, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida this 13th day of April, 2004.



VAL LEWIS.



OLIVE LEWIS.

STATE OF FLORIDA)

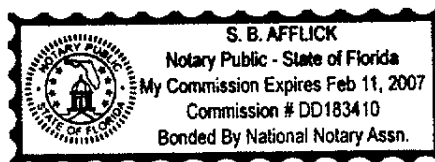
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared VAL LEWIS and OLIVE LEWIS to me well known to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me individually that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 13th day of April 2004.

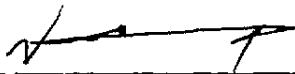
My Commission Expires:

S. B. Afflick
Notary Public.
State of Florida at Large.



ACKNOWLEDGEMENT OF REGISTERED AGENT

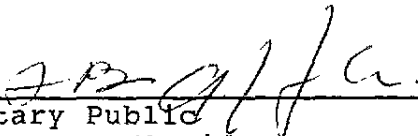
Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the duty and responsibility to act in this capacity.



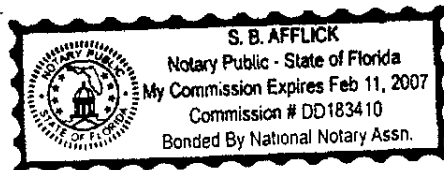
VAL LEWIS.

SWORN TO AND SUBSCRIBED before me this 13th day
of April, 2004.

My Commission Expires:



Notary Public
State of Florida.



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA