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RAHL & RAHL, P.A.

**PATRICIA A. RAHL
BRIAN K. RAHL**

**Kissimmee Office
2951 High Point Boulevard
Kissimmee, FL 34747
(407) 396-9600 ext. 1177**

January 13, 2005

Office of the Secretary of State
Division of Corporations
New Filing Section
409 E. Gaines St.
Tallahassee, FL 32399

Re: NEW CORPORATION
MARKETING CONSOLIDATION CORP.

Dear Sir or Madam:

Enclosed please find the ARTICLES OF CORPORATION FOR MARKETING CONSOLIDATION CORP. and the CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED including a check in the amount of \$96.25 as and for the filing fee and the fee for THREE (3) certified copies.

Enclosed also is a Federal Express Airbill with our Account no. for your return of the three certified copies.

Sincerely,

By: 
PATRICIA A. RAHL
Attorney for Brian Rahl

PR/jc
Enclosures

ARTICLES OF CORPORATION
FOR
MARKETING CONSOLIDATION CORP.

SECRETARY
DIVISION
05 JAN 14 PM 2:18

THIS IS TO CERTIFY that I, the undersigned, for the purpose of forming a Corporation under the provisions of Florida Statutes, do make, subscribe, acknowledge and file these Articles of Incorporation, and certify that:

ARTICLE I

The name of the Corporation is MARKETING CONSOLIDATION CORP.

ARTICLE II

The general nature of the business transacted shall be to engage in any activity or business permitted under the Laws of the United States and the State of Florida.

ARTICLE III

The amount of capital stock authorized shall be Five Hundred (500) Shares of common stock of nominal or par value of ONE AND NO/100 (\$1.00) DOLLARS per share.

ARTICLE IV

The registered office of the corporation shall be at 301 Crawford Blvd., Suite 200, Boca Raton, FL 33432. Said Corporation shall have full power and agencies in such other places both within and without the State of Florida and in any Foreign Countries. The name of the initial Registered Agent of this Corporation is BRIAN K. RAHL.

ARTICLE V

The Corporation shall commence business with not less than FIVE HUNDRED AND NO/100 DOLLARS in cash.

ARTICLE VI

The Corporation shall have perpetual existence.

ARTICLE VII

The number of Directors shall be One. The number of Directors may be changed from time to time by action of the Board of Directors, but shall never be less than One (1) Director.

ARTICLE VIII

The name and post office address of the members of the Board of Directors and Officer who, subject to the By-Laws of this Corporation, shall hold office for the first year of existence of this Corporation, or until his successors are elected or appointed and have qualified is:

BRIAN K. RAHL
301 Crawford Blvd., Suite 200
Boca Raton, FL 33432

PRESIDENT/SECRETARY/TREASURER
DIRECTOR/VICE PRESIDENT

ARTICLE IX

The name and post office address of the Subscriber of these Articles of Incorporation and a statement of the number of shares he agrees to take, and the value of the consideration therefore, is as follows:

BRIAN K. RAHL
301 Crawford Blvd., Suite 200
Boca Raton, FL 33432

500 shares @ \$1.00 per share

ARTICLE X

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

IN WITNESS WHEREOF, I have hereunto set my hand this 12th day of Jan, 2005.

Brian K. Rahl
BRIAN K. RAHL

STATE OF FLORIDA }
COUNTY OF PALM BEACH } SS:

I HEREBY CERTIFY that on this 12th day of Jan, 2005, before me personally appeared BRIAN K. RAHL, Subscriber, who is personally known to me and who did take an oath and acknowledged before me that she executed the foregoing instrument freely and voluntarily for the purpose therein expressed.

Jan, 2005. WITNESS my hand and official seal in the State and County last aforesaid this 12th day of



Nina C. Thayer
NOTARY PUBLIC
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

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

Name of Corporation: MARKETING CONSOLIDATION CORP.

Desiring to organize or qualify under the Laws of the State of Florida with its principal place of business at:

City of Boca Raton
State of Florida
County of Palm Beach

Located at 301 Crawford Blvd., Suite 200, Boca Raton, FL 33432, has named BRIAN K. RAHL as its Registered Agent, to accept Service of Process within the State of Florida.

Brian K. Rahl
BRIAN K. RAHL
DATE: 1/12/05

Having been named to accept Service of Process for the above stated Corporation, at the place designed in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Brian K. Rahl
BRIAN K. RAHL
DATE: 1/12/05

FILED
JAN 14 2005
PH 3:16
DIVISION
SECRETARY
STATE