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LAW OFFICES LENARD H. GORMAN, P.A. 1320 South Dixie Highway Penthouse 1275 Coral Gables, Florida 33146

> Telephone: (305) 668-8288 Telecopier: (305) 661-6477

January 17, 2005

Ms. Glenda E. Hood Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re: CAUSE & EFFECT MARKETING GROUP, INC.

Dear Ms. Hood:

Enclosed are Articles of Incorporation for Cause & Effect Marketing Group, Inc. We are also enclosing a check in the amount of \$78.75 for the filing fees. If you should have any questions, please do not hesitate to contact us.

Lenard H. Gorman

LHG/Im enc

ARTICLES OF INCORPORATION

OF

CAUSE & EFFECT MARKETING GROUP, INC.

ARTICLE I CORPORATE NAME

The name and mailing address of this Corporation shall be:

CAUSE & EFFECT MARKETING GROUP, INC. 13463 NE 17TH AVENUE NORTH MIAMI, FLORIDA 33181

ARTICLE II NATURE OF CORPORATE BUSINESS

The corporation may engage in any activities or businesses permitted under the laws of the United States and the State of Florida.

ARTICLE III CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 1320 South Dixie Highway, Penthouse 1275, Coral Gables, Florida 33146, and the initial registered agent of this Corporation at such office shall be Lenard H. Gorman.

ARTICLE V INITIAL BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI INCORPORATOR

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

Name

Address

Lenard H. Gorman

1320 South Dixie Highway Suite 1275 Coral Gables, Florida 33146

ARTICLE VII COMMENCEMENT DATE

This Corporation shall commence its existence on the date upon the Articles of Incorporation are executed and acknowledged.

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated afte true.

LENĂŘD H. GORMAN

STATE OF FLORIDA)
) SS:
COUNTY OF DADE

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Lenard H. Gorman to me well known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation this day of January, 2005.

Notary Ruble

My Commission Expires:

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Date: January <u>18</u>, 2005

Lenard H. Gorman