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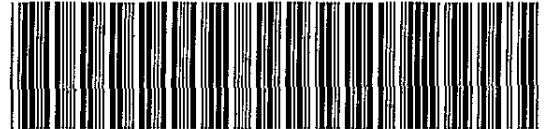
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FILED
05 DEC 23 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/28/05

IMPACT MARKETING & CONSULTING, INC.

893 SW Grand Reserve Boulevard
Port St. Lucie, Florida 34986
Telephone (772) 201-0041

September 16, 2005

VIA OVERNIGHT MAIL

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Impact Marketing & Consulting, Inc.


Dear Sir/Madam:

Enclosed herein you will find an original and one copy of Articles of Incorporation (with Certificate) for the above referenced business. Please accept this for filing, and return a certified copy to this office, in the self-addressed, prepaid overnight envelope enclosed for your convenience. I have also enclosed a check in the amount of \$78.75 for your fee.

If you have any questions with regard hereto, please do not hesitate to contact the undersigned.

Very truly yours,

IMPACT MARKETING & CONSULTING, INC.


Shawn T. Reilly
as President

/str
enclosures

**ARTICLES OF INCORPORATION
OF
IMPACT MARKETING & CONSULTING, INC.**

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05 DEC 23 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporation for profit, do hereby certify, declare and set forth as follows, to wit:

ARTICLE I

NAME

The name of the corporation shall be:

IMPACT MARKETING & CONSULTING, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature and the object and purposes proposed to be transacted and carried on are consulting, and any and all other lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall be FIVE HUNDRED (500) shares of \$1.00 par value.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI
REGISTERED OFFICE AND REGISTERED AGENT

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Shawn T. Reilly	893 SW Grand Reserve Boulevard Port St. Lucie, Florida 34986	893 SW Grand Reserve Boulevard Port St. Lucie, Florida 34986

The registered office of the corporation and its principal place of business shall be 893 SW Grand Reserve Boulevard, Port St. Lucie, Florida 34986, with the privilege of having branch offices at other places within or without the State of Florida. The registered agent at the above address shall be Shawn T. Reilly.

ARTICLE VII
OFFICERS AND DIRECTORS

The names and post office addresses of the officers and first Board of Directors of this corporation who shall hold office for the first year or until successors are chosen shall be:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Shawn T. Reilly	893 SW Grand Reserve Boulevard Port St. Lucie, Florida 34986	President, Secretary, Treasurer, Director

The corporation shall have at least one and not more than five directors, and no person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

ARTICLE VIII

SUBSCRIBERS

The name and post office address of the subscribers to these Articles of Incorporation, and the number of shares they agree to take, is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Shawn T. Reilly	893 SW Grand Reserve Boulevard Port St. Lucie, Florida 34986	500

ARTICLE IX

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

Directors of this corporation shall have the power to make or amend By-Laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them from any indebtedness of such members of the corporation.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does hereby make and file these Articles, hereby declaring and certifying the facts herein stated are true, and I do agree to take the number of shares hereinabove set forth, and hereunto set my hand and seal this 20 day of September, 2005.

In the presence of:

Juan E. Berg
[Signature]

Shawn T. Reilly
SHAWN T. REILLY

STATE OF FLORIDA)
)ss
COUNTY OF ST. LUCIE)

BEFORE ME, the undersigned authority, personally appeared, SHAWN T. REILLY, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein express.

By: *Susan E. Berg*

Name: SUSAN E. BERG
Notary Public-State of Florida
My Commission Expires:



Susan E. Berg
MY COMMISSION # DD080552 EXPIRES
December 25, 2005
BONDED THRU TROY FAIR INSURANCE, INC.

To: The Department of State
Tallahassee, Florida 32301

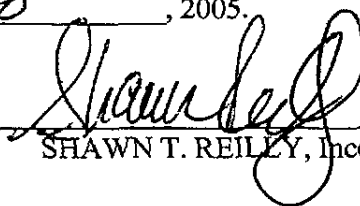
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 607.325 of the Florida General Corporation Act, the following is submitted:

IMPACT MARKETING & CONSULTING, INC., with its place of business at 893 SW Grand Reserve Boulevard, Port St. Lucie, Florida 34986 has named SHAWN T. REILLY located at 893 SW Grand Reserve Boulevard, Port St. Lucie, Florida 34986, as its agent to accept service of process within Florida.

Dated: September 20, 2005.

By: 
SHAWN T. REILLY, Incorporator

Having been named to accept service of process for the above-stated corporation, at the place designated 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, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated: September 20, 2005.

By: 
SHAWN T. REILLY, Registered Agent