

P95000001700

MIMI BRIGHT RIBOTSKY
23367 Boca Trace Drive
Boca Raton, FL 33433
Phone/Fax (407) 477-8155

January 2, 1995

State of Florida
Division of Incorporation
P.O. Box 6327
Tallahassee, FL 32314

RE: *Incorporating of MBR Marketing, Inc.*

Dear Sir/Madam,

Enclosed please find the Articles of Incorporation and Certification of the Registered Agent for **MBR Marketing, Inc.** Additionally, as per your instructions enclosed you will find a check payable to the Secretary of State in the amount of \$122.50 for filing fees.

I have also enclosed a Federal Express shipping slip as I am eager to receive the State's response. I would greatly appreciate if you could use this to expedite the process.

Thank you in advance for your assistance. If you have any questions, I can be reached via phone or fax at 407-477-8155.

Sincerely,

Mimi Bright Ribotsky

DMR 1/9/95

STATE SECRETARY OF
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
MBR MARKETING, INC.

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95 JAN -5 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is **MBR Marketing, Inc.**

SECOND: The address, wherever located, of the principal office of the corporation, if known, is 23367 Boca Trace Drive, Boca Raton, FL 33433.

THIRD: The mailing address, wherever located, of the corporation is 23367 Boca Trace Drive, Boca Raton, FL 33433.

FOURTH: The number of shares that the corporation is authorized to issue is one thousand, all of which are without par value and are of the same class and are to be Common shares.

FIFTH: The street address of the initial registered office of the corporation in the State of Florida is Mimi Bright Ribotsky, 23367 Boca Trace Drive, Boca Raton, FL 33433.

The name of the initial registered agent of the corporation at the said registered office is Mimi Bright Ribotsky.

The written acceptance of the said initial registered agent, as required in Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

SIXTH: The name and address of the incorporator are:

NAME	ADDRESS
Mimi Bright Ribotsky	23367 Boca Trace Drive Boca Raton, FL 33433

SEVENTH: No holder of any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of any class of the corporation or for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for, purchase, or otherwise acquire shares of any class of the corporation; and any and all of such shares, bonds, securities, or obligations of the corporation, whether now or hereafter authorized or created, may be issued, or may be reissued if the same have been reacquired and if their reissue is not prohibited, and any and all of such rights and options may be granted by the Board of Directors to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.

EIGHTH: The purposes for which the corporation is organized are to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

NINTH: The duration of the corporation shall be perpetual.

TENTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ELEVENTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on January 2, 1994



Mimi Bright Ribotsky,
Incorporator

REGISTERED AGENT FOR
MBR MARKETING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signed on January 2, 1994



Mimi Bright Ribotsky,
Secretary



P95000001700

CIGNA
M. Rikunsky
c/o COH
825 NW 92nd Ave
Plantation, FL
33324

City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of State

FILED
96 AUG 15 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*Valerius
Dissolved
8/20/96*

Examiner's Initials

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: MAR Marketing Inc.

SECOND: The articles of incorporation were filed on: January 5, 1995

THIRD: (CHECK ONE)

- None of the corporation's shares have been issued.
- The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

- A majority of the incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 17th day of July, 19 96

Signature *[Handwritten Signature]*
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Mimi Ribotsky
(Typed or printed name)

President
(Title)

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TALLAHASSEE, FLORIDA