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CHRISTOPHER C. CATHCART

ATTORNEY AT LAW

3311 MIDWAY AVENUE

ORLANDO, FLORIDA 32803

CORPORATE AND BUSINESS LAW
REAL PROPERTY LAW

TELEPHONE (407) 843-8535
FAX (407) 872-1120

January 11, 1995

VIA AIRBORNE EXPRESS

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32301

600001378526
-01/12/95--01087--014
****122.50 ****122.50

RE: Articles of Incorporation for
Prestige Marketing Service, Inc.

To Whom It Concerns:

Enclosed please find the original and one copy of the Articles of Incorporation of Prestige Marketing Service, Inc. for filing in accordance with your usual procedures. Enclosed further is my check number 3152 in the amount of \$122.50 for your filing fee.

If I can provide you with any additional information, or if you should have any questions concerning the foregoing, then please do not hesitate to contact me.

Very truly yours,

/s/ Christopher C. Cathcart

Christopher C. Cathcart

Enclosures

FILED
95 JAN 12 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/14/95
1-13-95

ARTICLES OF INCORPORATION

OR

PRESTIGE MARKETING SERVICE, INC.

FILED

95 JAN 12 PM 12:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL OFFICE.

The name of this corporation is Prestige Marketing Service, Inc. and its principal office is located at 2517 Healy Drive, Orlando, Florida 32818.

ARTICLE II. NATURE OF BUSINESS.

The general nature of the business to be transacted by this corporation is:

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description;

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries;

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and

execute such mortgages, transfer or corporate property, or other instruments to secure the payment of corporate indebtedness as required;

To purchase the corporate assets of any other corporation and engage in the same or other character of business;

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock; and

To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of One Dollar (\$1.00) per share. The shareholders of common stock shall have pre-emptive rights to acquire unissued or treasury shares of the corporation.

ARTICLE IV. TERM OF EXISTENCE.

This corporation is to exist perpetually.

ARTICLE V. ADDRESS OF INITIAL PRINCIPAL OFFICE AND NAME OF REGISTERED AGENT.

The street address of the principal office of this corpor-

ation in the State of Florida is 2517 Healy Drive, Orlando, Florida 32818. The Board of Directors may from time to time move the registered office to any other address in Florida. The initial registered agent of this corporation is Carol K. Howe whose business address is 2517 Healy Drive, Orlando, Florida 32818.

ARTICLE VI. DIRECTORS.

This corporation shall have one director, initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders.

ARTICLE VII. INITIAL DIRECTORS.

The names and addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Carol K. Howe	2517 Healy Drive Orlando, FL 32818

ARTICLE VIII. INCORPORATOR.

The name and address of each incorporator to these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Carol K. Howe	2517 Healy Drive Orlando, FL 32818

ARTICLE IX. AMENDMENT.

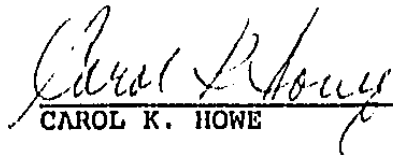
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a

written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

DATED the 10 day of January, 1995.

IN WITNESS WHEREOF, the undersigned being the incorporator of this corporation has executed these Articles of Incorporation.

Signature of Incorporator


CAROL K. HOWE

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared CAROL K. HOWE, to me known to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION, and acknowledged before me that she executed the same for the uses and purposes therein expressed. That she is personally known to me or produced Driver's License as identification.

WITNESS my hand and official seal in the State and County named above this 10 day of January, 1995.

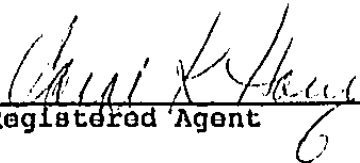


OFFICIAL SEAL
Christopher C. Cathcart
My Commission Expires
April 7, 1997
Comm. No. CC 27510Z


Notary Public
Print Name: _____
My Commission Expires: _____

ACCEPTANCE BY REGISTERED AGENT

CAROL K. HOWE, having been named as the Registered Agent in the foregoing Articles of Incorporation of Prestigo Marketing Service, Inc. to accept service of process for the corporation at 2517 Healy Drive, Orlando, Florida 32818 hereby agrees to act as the Registered Agent and comply with the laws of the State of Florida relative to such position.



Registered Agent

FILED
95 JAN 12 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA