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January 18, 1995

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

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-01/24/95--01061--006
****122.50 ****122.50

Re: Promotion Center, Inc.

Dear Sir:

Enclosed please find the Articles of Incorporation together with the Certificate of Registered Agent for the referenced corporation with a check in the amount of \$122.50 to cover the cost of filing.

Should you have any questions, or if anything additional is required, please do not hesitate to contact me.

Sincerely,

W. E. Gottfried

William E. Gottfried

WEG/ad

Enclosures

*Dmc
1-26-95*

FILED
95 JAN 23 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PROMOTION CENTER, INC.,

FILED

95 JAN 23 PM 4:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associate themselves
together for the purpose of becoming a corporation for
profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

PROMOTION CENTER, INC.

ARTICLE II

The duration of this corporation is to be
perpetual.

ARTICLE III

Purposes

This corporation may engage in any activity or
business permitted under the laws of the United States of
America and of the State of Florida.

ARTICLE IV

Capital Stock

The total authorized stock of this corporation
shall be divided into 100 shares of common stock with a par
value of \$1.00 per share. The consideration to be paid for
each share shall be in money, property or services.

ARTICLE V

Registered Agent and Address

The registered agent for this corporation and the
registered address of this corporation are as follows:

KATIE GRAVES
18167 U. S. 19 North, Suite 474
Clearwater, FL 34624

ARTICLE VI

Directors and Principal Office

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1).

The name of the initial Board of Directors is Katie Graves. The principal office is located at:

18167 U. S. North, Suite 474
Clearwater, FL 34624

ARTICLE VII

Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as Nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII

Incorporators

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

KATIE GRAVES
18167 U. S. 19 North, Suite 474
Clearwater, FL 34624

ARTICLE IX
Indemnification

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X
Bylaws

The power to adopt, alter, amend and/or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI
Amendments

These Articles of Incorporation may be amended in a 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 the majority of the stockholders entitled to vote thereat.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal for and on behalf of the corporation and executed these Articles of Incorporation this 19 day of January, 1995.


KATIE GRAVES (Seal)

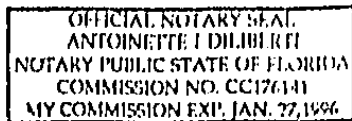
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared KATIE GRAVES known to me to be the person

who executed the foregoing Articles of Incorporation and she
acknowledged before me that she executed those
Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and affixed my
official seal, in the State and County aforesaid this 19th
day of January, 1995.


Notary Public



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CERTIFICATE OF RESIDENT AGENT

95 JAN 23 PM 4:09

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted, in compliance with said statute, to the
CLERK OF STATE
TALLAHASSEE, FLORIDA

PROMOTION CENTER, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the County of Pinellas, State of Florida, has named KATIE GRAVES located at 18167 U. S. 19 North, Suite 474, Clearwater, Florida 34624, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above-named corporation, at the place designated in those Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping open said office.


KATIE GRAVES
Resident Agent