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February 10, 1995

RECEIVED
FEB 13 1995
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Positude, Inc.

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is our firm's check in the amount of \$122.50 which represents the following:

\$35.00 Filing Fee
\$35.00 Designation of Registered Agent
\$52.50 Certified Copy

Once the Articles have been filed, please forward a certified copy to my attention as soon as possible in the self-addressed, postage-paid envelope. Should you have any questions, please do not hesitate to call me.

Sincerely,

WATKINS & PRINCIPE, P.A.

By



Allan C. Watkins

RECEIVED
FEB 13 1995
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE

ACW/wf
Enclosures

ARTICLES OF INCORPORATION
OF
POSITUDE, INC.

FILED
CLERK OF DISTRICT COURT
55 FEB 13 PM 2:51

The undersigned, being duly licensed to practice law in the State of Florida, desiring to form a corporation in accordance with Chapter 607 of the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

1.01 The name of the Corporation shall be POSITUDE, INC.

ARTICLE TWO

REGISTERED OFFICE AND AGENT

2.01 The location and address of the Corporation's principal office in Florida is 2920 Tambay Avenue, Tampa, Florida 33611. The initial registered agent at the registered office is Martin Z. Rojnack, 2920 Tambay Avenue, Tampa, Florida 33611.

ARTICLE THREE

PURPOSE

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

ARTICLE FOUR

DURATION

4.01 The term of existence of the Corporation is perpetual.

ARTICLE FIVE

INCORPORATORS

5.01 The name and post office address of the incorporator is:

Name	Address
Frank A. Principe	1509 Swann Avenue Suite 215 Tampa, Florida

ARTICLE SIX

DIRECTORS

6.01 The Board of Directors shall consist of at least one and not more than five members. The name and address of the first Board of Directors is:

Name and Address

Martin Z. Rolnick
2920 Tambay Avenue
Tampa, Florida 33611

Al Reuchel
2920 Tambay Avenue
Tampa, Florida 33611

Samm Simpson
2920 Tambay Avenue
Tampa, Florida 33611

Mark McCrickard
2920 Tambay Avenue
Tampa, Florida 33611

ARTICLE SEVEN

CAPITAL STOCK

7.01 The number of shares of stock that the Corporation is authorized to have outstanding is Seven Thousand Five Hundred (7,500), all of which shall be common shares with par value One Dollar (\$1.00).

ARTICLE EIGHT

STATED CAPITAL

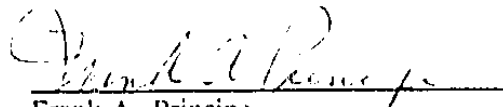
8.01 The amount of capital with which the Corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE NINE

AMENDMENT OF ARTICLES

9.01 The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting powers of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 12th day of February, 1995.

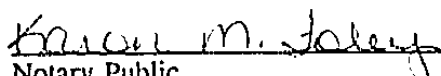

Frank A. Principe

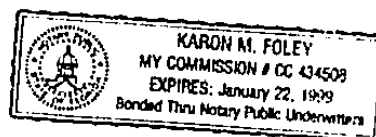
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

On this 10th day of February, 1995, before me personally appeared Frank A. Principe, who has presented is personally known as identification or is personally known to me, and acknowledged that he executed the document for the purposes contained within it.

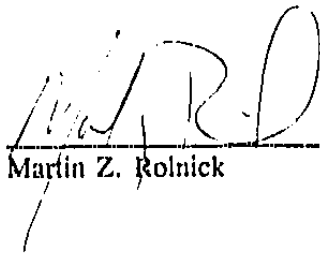
IN WITNESS WHEREOF, I sign here and set my official seal.


Notary Public
My Commission Expires:



CONSENT TO APPOINTMENT OF REGISTERED AGENT

I, Martin Z. Rolnick, am hereby familiar with and accept the duties and responsibilities as
Registered Agent of POSTTUBE, INC.



Martin Z. Rolnick

FILED
CLERK OF STATE
95 FEB 13 PM 2:51

P95000012366

December 26, 1995

To: Florida Department of State
Attn. Division of Corporations
Steven Godfrey, Corporate Specialist
New Filings Section

This is to notify you of a change of address for the corporation known as Positude, Inc.

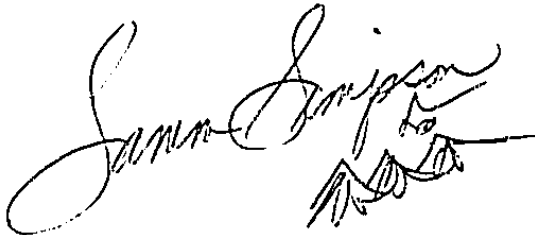
The document number of this corporation is P95000012366.

Until further notice, any mail generated from your office needs to be sent to the following address:

POSITUDE, INC.
c/o Ms. Samm Simpson
614 "D" Grove Court
Dunedin, FL 34698

Questions? Call Ms. Simpson at 800 - 248 - 8863 Ext. 5330.

Thank you for your assistance.

A handwritten signature in cursive script, appearing to read "Samm Simpson", with a stylized flourish underneath.

CLD 1/4
RA cng fam