

MELVIN C. HUNT ACCOUNTING

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MEMBER
FLORIDA ACCOUNTANTS ASSOCIATION
TAMPA BAY CHAPTER

P95000013408

February 1995

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Florida Department of State
Corporate Records
P.O. Box 6327
Tallahassee, Fl. 32301

Dear Sir:

Enclosed please find documents and instruments relating to the formation of Marketing Design, Inc. Specifically, I have enclosed Articles of Incorporation, Resident Agents Certificate, and a check in the amount of \$122.50 for Charter Tax, filing fee, Resident Agent, and certified copy.

Respectfully Submitted:

Melvin C. Hunt

Melvin C. Hunt

MCH/bjn

FILED
95 FEB 15 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN FEB 16 1995

ARTICLES OF INCORPORATION
OF
MARKETING DESIGN, INC.

FILED
95 FEB 15 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provision of the Statutes of the said State of Florida, providing for the formation, rights, privileges, immunities and liabilities of Corporation for profit.

ARTICLE I - NAME

The name of the Corporation shall be Marketing Design, Inc.

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing on the date of file with the Secretary of State.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,500 shares of \$1.00 par value common stock, which should be designated "Common Shares".

ARTICLE V - CAPITAL

The amount of capital with which the Corporation will begin business is \$500.00.

ARTICLE VI - INITIAL REGISTERED OFFICE, AGENT, AND PRINCIPAL OFFICE

The street address of the initial registered office and principal office of this Corporation is 20052 Bowman Road, Spring Hill, Fl. 34610.

The name of the initial registered agent of this Corporation at that address is Melvin C. Hunt.

ARTICLE VII - DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it shall never be less than one.

ARTICLE VIII - DIRECTORS

The name and street address of the members of the First Board of Directors is as follows:

Melvin C. Hunt
20052 Bowman Road
Spring Hill, Fl. 34610

ARTICLE IX - BYLAWS

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

ARTICLE X - INCORPORATORS

The name and address of the Incorporator is:

Melvin C. Hunt

20052 Bowman Road

Spring Hill, FL. 34610

ARTICLE XI - ADOPTION OF BYLAWS

A special meeting of the subscribers of their assigns shall be held, upon the call of the president, for the purpose of completing the organization of the corporation and the adoption of the bylaws and the transaction of such other business as may come before the meeting.

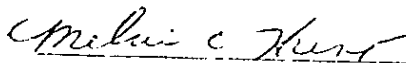
ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or appeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders are subject to this reservation.

ARTICLE XIII - TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions and conditions of Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, we have hereunto subscribed our names and affixed our seals to the Articles of Incorporation, on this 11th day of February, 1995.



Melvin C. Hunt

RESIDENT AGENT FORM

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuant of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said Act.

First - - that Marketing Design, Inc., under the laws of the State
of Florida with its principal office as indicated in the Articles of
Incorporation at City of Spring Hill, County of Pasco, State of Florida
has named Melvin C. Hunt, located at 20052 Bowman Road, Spring Hill,
Florida 34610, County of Hillsborough, State of Florida as its agent
to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated Corporation, at place designated in this certificate, I hereby
accept to act in this capacity, and agree to comply with the provision
of said Act relative to keeping open said office.

BY: Melvin C. Hunt
Signature
(Resident Agent)