

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

CSC networks

800-342-8086

P95000013919

95 FEB 17 PM 6:17
LIVELY

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 545238 9595A

AUTHORIZATION :

Patricia T. Pitt

COST LIMIT : \$ 122.50

ORDER DATE : February 17, 1995

ORDER TIME : 2:56 PM

ORDER NO. : 545238

400001409624

CUSTOMER NO: 9595A

CUSTOMER: Thomas Stroud, Esq
THOMAS E. STROUD, ESQ

Suite 201
301 Crawford Boulevard
Boca Raton, FL 33432

DOMESTIC FILING

P95000013919

NAME: TRANSMEDIA MARKETING, INC.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

DM
2-20-95
02/A

FILED
95 FEB 17 AM 8:47
SECRET
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

TransMedia Marketing, Inc.

FILED
95 FEB 17 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TransMedia Marketing, Inc.

The address of the principal office of this corporation shall be 1801 South Federal Highway, Delray Beach, Florida 33483, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

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 no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

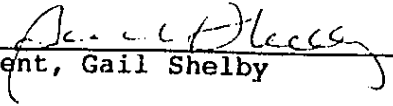
ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on February 17, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: 
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

FILED
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SECRET
TALLAHASSEE, FLORIDA
STATE

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: *Gail Shelby*
Its Agent, Gail Shelby

AHH/jlm

P95000013919

THOMAS E. STROUD

SUITE 201
301 CRAWFORD BOULEVARD
BOCA RATON, FLORIDA 33432
TELEPHONE (407) 395 8070
SHOWARD 477 6200
FAX (407) 395 4701

February 22, 1995

600001417506
-02/28/95--01098--015
*****35.00 *****35.00

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

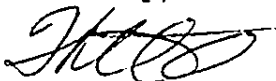
re: TransMedia Marketing, Inc.
Charter No. P95000013919

Gentlemen:

Enclosed please find Statement of Change of Registered Office and
Registered Agent for the above named corporation. Also enclosed is
check no. 4583 in the amount of \$35.00 for the filing fee.

Please change your records accordingly.

Sincerely,



Thomas E. Stroud

TES:rc
encl.

cc: CSC Networks

FILED
95 FEB 27 AM 10:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RA Chg.

3/5
68

Charter No. P95000013919

Date Filed February 17, 1995

**STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT**

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: TRANSMEDIA MARKETING, INC.

2. The name and address of its present registered agent is:

CORPORATION INFORMATION SERVICES, INC.
1201 Hays Street
Tallahassee, Florida 32301

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TALLAHASSEE FLORIDA

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

RICHARD T. SCHAPER

2727 South Ocean Blvd., Apt. 403

Highland Beach, FL 33487

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Richard T. Schaper, President
(Typed or printed name and title)

Signature

Richard T. Schaper
(President or Vice President)

Date Feb. 24, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name RICHARD T. SCHAPER

Signature

Richard T. Schaper
(Agent)

Date

Feb. 24, 1995