

William A. Adams

Accountant & Business Consultant

13100 Pine Borough Lane  
Palm Beach Gardens, Florida 33418  
Office (407) 626-9096  
Fax (407) 626-9213

February 6, 1995

Ms. Sandra B. Mortham  
Secretary of State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

800001411938  
-02/21/95--01139--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Ms. Mortham:

Enclosed are the Articles of Incorporation for:

Statewide Marketing of Central Florida, Inc.

and a check in the amount of \$70.00 to cover the cost of the various fees.

Please return the notice of filing with the assigned document number to my office at:

William A. Adams  
13100 Pine Borough Lane  
Palm Beach Gardens, Florida 33418

Thank you.

Sincerely,

William A. Adams

WAA/pj

SDG

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
55 FEB 21 AM 10:42

ARTICLE OF INCORPORATION  
OF  
STATEWIDE MARKETING OF CENTRAL FLORIDA, INC.

ARTICLE I  
NAME

The name of the Corporation is: Statewide Marketing of Central Florida, Inc.

ARTICLE II  
DURATION

The Corporation shall have perpetual existence.

ARTICLE III  
PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV  
REGISTERED OFFICE AND AGENT

The street address of the registered office and the principal place of business is: 1111 Lakeshore Drive, Suite B-4, Eustis, Florida 32726  
and the initial registered agent(s) of this Corporation at that address is:

Thomas C. Gibbings

ARTICLE V  
BOARD OF DIRECTORS

This Corporation shall have one director(s) initially. The number of directors may be increased or decreased from time to time by the By-Laws. The name(s) and address(es) of the initial director(s) of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Thomas C. Gibbings	1111 Lakeshore Dr., Suite B-4, Eustis, Fl., 32726

ARTICLE VI  
CAPITAL STOCK

This Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VII  
INCORPORATORS

The name(s) and address(es) of the person(s) signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Thomas C. Gibbings	1111 Lakeshore Dr., Suite B-4, Eustis, Fl., 32726

FILED  
SECRETARY OF STATE  
95FEB 21 AM 10:42

ARTICLE VIII  
POWERS

This Corporation shall have all the Corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX  
MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Director(s) may participate in meetings of the Board of Director(s) by means of a conference telephone provided by law.

ARTICLE X  
ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The director(s) of this Corporation may take action by written consent.

ARTICLE XI  
INDEMNIFICATION

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

ARTICLE XII  
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, any right conferred upon the shareholders is subject to this reservation.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

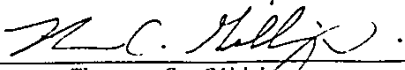
In compliance with Section 48.091, Florida Statutes, the following is submitted: Statewide Marketing of Central Florida, Inc.

desiring to organize under the laws of the State of Florida, with its principal place of business: 1111 Lakeshore Dr., Suite B-4, Eustis, Fl., 32726


has named: Thomas C. Gibbings

located at: 1111 Lakeshore Dr., Suite B-4, Eustis, Fl., 32726

as its agent to accept service of process within Florida.

  
Thomas C. Gibbings

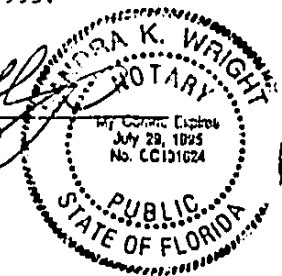
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I, HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

  
Agent: Thomas C. Gibbings

2-9-95  
Date

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles  
of Incorporation this 14th day of February, 1995.

Thomas C. Gibbings  
Thomas C. Gibbings



STATE OF FLORIDA )  
COUNTY OF LAKE )

Before me a notary public authorized to take acknowledgements in the State  
and County aforesaid, personally appeared:

Thomas C. Gibbings,

known to me and known by me to be the person who executed the foregoing  
Articles of Incorporation, and who has shown a valid Florida Driver's  
License and he acknowledged before me that he executed those Articles of  
Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal  
in the State and County aforesaid, this 14th day of February,  
1995.

Sandra K. Wright  
Notary Public  
SANDRA K. WRIGHT

MY Commission Expires: NOTARY PUBLIC, STATE OF FLORIDA.  
MY COMMISSION EXPIRES: July 29, 1995.  
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

FILED  
NOTARY OF STATE  
95 FEB 21 AM 10:42