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95 FEB 23 AM 8:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fl 32314

400001413634  
-02/23/95--01065--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: A TURNING POINT MARKETING, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$78.75 For filing fee and certificate

FROM: Kay Carsto-Trotsek  
9921 SW 130 St.  
Miami, Fl 33176  
(305)-252-5439

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

A TURNING POINT MARKETING, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I  
NAME

The name of the corporation shall be:

A TURNING POINT MARKETING, INC.

ARTICLE II  
PRINCIPLE OFFICE

The initial address of the principle office of this corporation in the State of Florida is:

c/o Mauro Santos, P.A.  
25 S.E. Second Ave. Suite 1235  
Miami, Fl 33131

The Board of Directors may from time to time move the principle offices to any other address.

ARTICLE III  
SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock, having a nominal par value of One Dollar (\$1.00) per share. The amount to be paid for each share shall be fixed by the board of directors, but in no event shall be less than \$1.00. In all events, the corporation may be paid in dollars, goods or services as provided in the By-laws.

ARTICLE IV  
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent shall be, Mauro C. Santos, Esq., and the registered office shall be located at 25 S.E. Second Ave., Suite 1235, Miami, Fl 33131.

ARTICLE V  
DIRECTORS

This corporation shall not have less than one director as set forth in the By-Laws. The names and street address of the first members of the board of directors of this corporation, who, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the state of Florida, shall hold office until their successors have been elected and qualified are:

NAME	ADDRESS
Kay Carsto-Trotsek	9921 SW 130 Street Miami, Fl 33176

ARTICLE VI  
INSPECTION OF BOOKS AND RECORDS

The corporation shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders; and no share holder shall have the right of inspection any account, book or documents of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the Board of Directors.

ARTICLE VII  
INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been an officer or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not

exclusive of all other rights to which such officer may be entitled.

ARTICLE VII  
AMENDMENTS

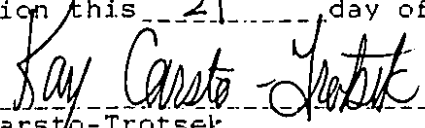
These Articles of Incorporation may be amended in the manner provided in the By-laws. Every amendment shall be approved by the board of directors, proposed by then to the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE VIII  
INCORPORATOR

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

NAME	ADDRESS
Kay Carsto-Trotsek	9921 SW 130 Street Miami, Fl 33176

The undersigned incorporator has executed these Articles of Incorporation this 21 day of FEB, 1995, 1995.

  
\_\_\_\_\_  
Kay Carsto-Trotsek

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATION OF DESIGNATION OF REGISTERED AGENT/  
REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

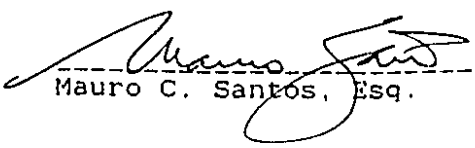
1. The name of the corporation is:

A Turning Point Marketing, Inc.

2. The name and address of the registered agent and office is:

Mauro C. Santos, Esq.  
25 S.E. Second Ave, Suite 1235  
Miami, Florida 33131

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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
Mauro C. Santos, Esq.

2/12/95  
Date