

**WILLIAM E. JOHNSON**  
**CHARTERED**  
A PROFESSIONAL CORPORATION

THE LANGLEY BUILDING  
SUITE 150  
3751 MAGUIRE BLVD. • ORLANDO, FLORIDA 32801  
TELEPHONE (407) 994-1195  
FACSIMILE (407) 995-1140

William E. Johnson  
ATTORNEY AT LAW  
CERTIFIED MEDIATOR

Keith C. Parker  
LEGAL ASSISTANT

**PASW0021563**

March 14, 1995

EFFECTIVE DATE  
3-14-95

FILED  
MAR 16 PM 2:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

200001431732  
03/16/95--01002--006  
\*\*\*122.50 \*\*\*122.50

Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**Via/FEDERAL EXPRESS**

Re: Filing of Corporation: NATIONAL BAPTIST MARKETING  
SERVICES, INC.

Dear Sir or Madam:

Enclosed for filing please find two (2) original Articles of  
Incorporation for the following corporation:

1. National Baptist Marketing Services, Inc.

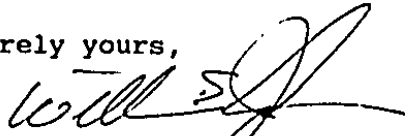
Please file one (1) original and stamp the second original with the  
filing information and return to me in the self-addressed stamped  
envelope provided.

Additionally, also enclosed please find one (1) check in the  
amount of \$122.50 for the filing fees, registration, designation,  
and certification. The effective date of incorporation should be  
March 14, 1995.

If you require anything further, please feel free to contact  
my office.

Thanking you in advance for your cooperation concerning this  
request.

Sincerely yours,



William E. Johnson, Incorporator

WEJ:jdm  
Encs.

*called  
to Michael  
for eff. date 3-16-95*

*(JP)* *(15)*

ARTICLES OF INCORPORATION  
OF  
NATIONAL BAPTIST MARKETING SERVICES, INC.

EFFECTIVE DATE  
3-14-95

ARTICLE I - NAME

The name of the corporation is NATIONAL BAPTIST MARKETING SERVICES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing as of July 14, 1995.

MARCH

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business as a professional law office offering legal representation and counseling to the general public, governmental agencies, and public and private corporations.

SECRETARY OF  
TALLAHASSEE  
FEB 16 PM '95

ARTICLE IV - CAPITAL STOCK

CLASSES OF STOCK. The shares of the corporation are divided into two classes of stock, to wit:

Class A - Voting Stock	Authorized Shares	2,000
Class B - Nonvoting Stock	Authorized Shares	2,000

INITIAL ISSUE.

1. 1,000 shares of the Class A Stock of the corporation shall be issued for cash or notes at a value of \$1.00 per share.
2. -0- shares of the Class B stock of the corporation shall be issued for cash or notes at a value of -0- per share.

ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT

The address of the principal office of this corporation is 3751 Maguire Blvd., Suite 150, Orlando, Florida, 32803 and the name of the registered agent of this corporation is William E. Johnson whose address is 3751 Maguire Blvd., Suite 150, Orlando, Florida 32803.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws, however,

there shall never be less than one (1) Director nor more than five. The name and address of the Directors of this corporation until the first annual meeting of the Shareholders or until their successor(s) be elected and qualified are as follows:

William E. Johnson  
3751 Maguire Blvd., Suite 150  
Orlando, Florida 32803

#### ARTICLE VII - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former officer or director, to the fullest extent permitted by law.

#### ARTICLE VIII - INCORPORATION

The name and address of the person signing these Articles of Incorporation is:

William E. Johnson  
3751 Maguire Blvd., Suite 150  
Orlando, Florida 32803

#### ARTICLE IX: PREEMPTIVE RIGHTS

The Shareholders of the corporation shall have preemptive rights to acquire their prorata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

#### ARTICLE X: AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE XI: GENERAL PROVISIONS

The corporation will be engaged for profit activities in the area of business, commerce, and all other lawful activities, domestic and international.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 14<sup>th</sup> day of June, 1995.

William E. Johnson  
William E. Johnson, Incorporator

STATE OF FLORIDA     )  
                              )     S.S.:  
COUNTY OF ORANGE    )

BEFORE ME, the undersigned authority, this day personally appeared William E. Johnson, well known to me to be the person described in and who executed the foregoing Articles of Incorporation as Incorporator, and he acknowledged to and before me that he has read the same and that all facts and matters contained therein are true and correct.

SWORN to and subscribed before me this 14<sup>th</sup> day of March, 1995.

Thomas Gordon  
NOTARY PUBLIC

My Commission Expires:  
NOTARY PUBLIC STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES JULY 07, 1998  
BOBBY HIRSH HUCKLEBERRY & ASSOCIATES  
(Seal)

Thomas Gordon  
(Print Name)

DESIGNATION OF REGISTERED AGENT  
AND REGISTERED OFFICE

William E. Johnson is hereby designated as Registered for NATIONAL BAPTIST MARKETING SERVICES, INC. a corporation formed and existing under the laws of the State of Florida.

The designated registered office of NATIONAL BAPTIST MARKETING SERVICES, INC., is 3751 Maguire Blvd., Suite 150, Orlando, Florida 32803.

These designations are being made pursuant to Florida Statutes 607.0501, 607.0505.

DATED this 14<sup>th</sup> day of March, 1995.

NATIONAL BAPTIST MARKETING SERVICES, INC.

By: [Signature]  
William E. Johnson, Director

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared the undersigned, William E. Johnson, who upon being first duly sworn, deposed and says that he is the director of NATIONAL BAPTIST MARKETING SERVICES, INC. and that he has read the above and that the same is true and correct to the best of his knowledge and belief.

WITNESS my hand and seal in the County and State last aforesaid this 14<sup>th</sup> day of March, 1995.

[Signature]  
Notary Public

My commission expires:

NOTARY PUBLIC, STATE OF FLORIDA AT LARGES  
MY COMMISSION EXPIRES MAY 07, 1995  
BONDED THRU HUCKLEBERRY & ASSOCIATES

ACCEPTANCE OF DESIGNATION  
OF REGISTERED AGENT

I HEREBY CERTIFY that I accept the designation of Registered  
Agent of the NATIONAL BAPTIST MARKETING SERVICES, INC..

W. E. Johnson  
WILLIAM E. JOHNSON

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally  
appeared WILLIAM E. JOHNSON, well known to me to be the person  
described herein and who certified before me that he accepts and  
acknowledges the designation of Registered Agent of this  
Corporation.

SWORN TO and subscribed before me this 14<sup>th</sup> day of  
March, 1995.

Thomas Gordon  
Notary Public  
My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES MAY 07, 1998  
BONDED THRU HUCKLEBERRY & ASSOCIATES