

**P95000037032**  
MOORE & MENKHAN, P.A.  
ATTORNEYS AT LAW

4000 N. FEDERAL HIGHWAY  
SUITE 210-A  
BOCA RATON, FLORIDA 33431-0170

(407) 504-7910  
FAX TELEPHONE  
(407) 503-0541

Writer's Direct Dial  
(407) 394-7944

May 5, 1995

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

700001480157  
-05/09/95--01024--014  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Sparks Marketing, Inc.

Dear Sir/Madam:

Enclosed and filed herewith are the original Articles of Incorporation for Sparks Marketing, Inc. together with a copy of the Articles of Incorporation for certification.

I am also enclosing a check made payable to the Secretary of State in the amount of \$122.50 for the cost of filing these articles.

Kindly acknowledge receipt of the enclosed by date stamping the enclosed copy of this letter and return it to me in the enclosed self-addressed, postage prepaid envelope provided for your convenience.

Very truly yours,

  
W. Rodgers Moore

WRM/kw  
Enclosures

cc: Mrs. Joan L. Sparks

F:\DATA\WP51\TEMP\Sparks.SEC

FILED  
95 MAY -8 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
SPARKS MARKETING, INC.

FILED  
95 MAY -8 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
NAME

The name of this corporation is: Sparks Marketing, Inc. and the principal office address is 4212 Birchwood Drive, Boca Raton, FL 33487.

ARTICLE II  
PURPOSE

To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III  
CAPITAL STOCK

This corporation is authorized to issue a total of 10,000 shares of common stock, par value \$0.001 per share.

The common stock of the corporation shall have the following characteristics:

- (a) At all meetings of the stockholders, the voting common stockholders shall be entitled to cast one (1) vote for each share of voting common stock owned. That a voting common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (b) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding voting common stock.

ARTICLE IV  
TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4800 N. Federal Highway, Suite 210-A, Boca Raton, Florida 33431, and the name of the initial registered agent of this corporation is W. Rodgers Moore. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Joan L. Sparks

4212 Birchwood Drive  
Boca Raton, FL 33487

ARTICLE VII  
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of holders of a majority of the shares of voting common stock shall be required for any amendment or repeal.

ARTICLE VIII  
CLASS VOTE

Any merger, reorganization, consolidation, recapitalization or dissolution of the Corporation shall require the approval of holders of a majority of the shares of voting common stock.

ARTICLE IX  
INCORPORATOR

The name and address of the person signing these Articles is: W. Rodgers Moore, 4800 North Federal Highway, Suite 210-A, Boca Raton, Florida 33431.

IN WITNESS WHEREOF, the undersigned subscribers and registered agents have executed these Articles of Incorporation as of this 5th day of May, 1995.

[Signature]  
Subscriber and Registered Agent

W. Rodgers Moore  
Subscriber

STATE OF FLORIDA     )  
                              ) ss:  
COUNTY OF PALM BEACH)


The foregoing instrument was acknowledged before me this 5th day of May, 1995 by W. Rodgers Moore, who is personally known to me or who has produced his Driver's License as identification and who did (did not) take an oath.

Dawn Yvette Price  
Notary Public  
DAWN YVETTE PRICE  
W. RODGERS MOORE

My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT**

Having been designated to accept service of process for the above-stated corporation, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 607.325 Florida Statutes.

  
\_\_\_\_\_  
Registered Agent

FILED  
95 MAY -8 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J:\DATA\WPS1\TEMP\Sparks.ART