

1201 HAYS STREET  
TALLAHASSEE, FL 32301

800-341-8086



ACCOUNT NO. 07210000032

REFERENCE : 609741 10690A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 5, 1995

ORDER TIME : 10:10 AM

ORDER NO. : 609741

CUSTOMER NO: 10690A

CUSTOMER: John L. Soileau, Esq  
WATSON SOILEAU DELEO & BURGETT

Suite C  
1970 Michigan Avenue  
Cocoa, FL 32922

600001508046  
-06/06/95--01010--027  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

DOMESTIC FILING

NAME: MARKETING PATHWAYS, INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Hamilton

EXAMINER'S INITIALS: T. BROWN JUN - 7 1995

RECEIVED  
95 JUN -6 AM 9:41  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
MARKETING PATHWAYS, INC.

FILED  
95 JUN -6 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is MARKETING PATHWAYS, INC. and its principal office is located at 1970 Michigan Avenue, Building C, Cocoa, Florida 32922.

Article II - Duration

This corporation shall exist perpetually. The date of commencement of corporate existence shall be the date these articles are filed with the Secretary of State.

Article III - Purpose

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

Article V - Preemptive Rights

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which such stockholder already holds, shall have the right to purchase a pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**Article VI - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 1970 Michigan Avenue, Building C, Cocoa, Florida 32922.

The name of the initial registered agent of this corporation at that address is John L. Soileau.

**Article VII Initial Board of Directors**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time pursuant to the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are: Suzanne L. Hinds and Wayne L. Aeschliman, 531 Jackson Avenue, Apt. #2, Cape Canaveral, Florida 32920.

**Article VIII - Incorporator**

The name and address of the person signing these articles is John L. Soileau, 1970 Michigan Avenue, Building C, Cocoa, Florida 32922.

**Article IX - Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the stockholders.

**Article X - Compensation of Directors**

The stockholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

**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**

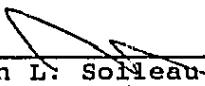
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

**Article XIII - Acceptance of Registered Agent**

Having been named to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

  
\_\_\_\_\_  
John L. Soileau, Registered Agent

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2 day of June, 1995.

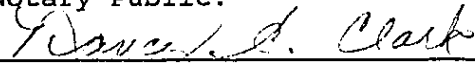
  
\_\_\_\_\_  
John L. Soileau  
Subscriber/Incorporator

**ACKNOWLEDGMENT**

**STATE OF FLORIDA  
COUNTY OF BREVARD**

The foregoing Articles of Incorporation was acknowledged before me this 2 day of June, 1995, by John L. Soileau, who is personally known to me and who did not take an oath.

Notary Public:

  
\_\_\_\_\_  
Name: Nancy E. Clark  
State of Florida at Large (SEAL)  
My Commission Expires:



NANCY E. CLARK  
My Commission CC341438  
Expires Jan. 11, 1996  
Bonded by ANB  
800-852-5878