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LAW OFFICES
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ADMITTED IN FLORIDA AND CALIFORNIA

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May 2, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

05/04/95 11:17:30
05/04/95 01051-010
***122.50 ***122.50

RE: SUCCESSFUL MARKETING, INC.

Dear Sir/Madam:

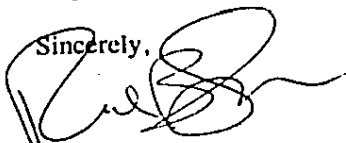
Enclosed are the original and one copy of the Articles of Incorporation for the above-referenced proposed corporation.

Also enclosed is check number 1081 payable to the Secretary of State in the amount of One Hundred Twenty-Two 50/100 Dollars (\$122.50) as and for filing fees and costs for certified copy.

Please prepare a certified copy of the Articles of Incorporation, endorse your approval thereon, and return the certified copy to the undersigned.

If, for any reason, the enclosed documents are insufficient to issue a charter for the proposed corporation, PLEASE CALL COLLECT.

Sincerely,



RICHARD B. SABRA, ESQ.

RBS/kh
Encls.

cc: Successful Marketing, Inc.

503
10195-9661

FILED
95 JUN 12 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 8, 1995

LAW OFFICE OF RICHARD B SABRA
THE OAKS STE 202B
4330 SHERIDAN STREET
HOLLYWOOD, FL 33021

SUBJECT: SUCCESSFUL MARKETING, INC.
Ref. Number: W95000009661

We have received your document for SUCCESSFUL MARKETING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

AMANDA HERRING
Document Specialist

Letter Number: 295A00022833

ARTICLES OF INCORPORATION
OF
SUCCESSFUL MARKETING GROUP, INC.

FILED
JUL 12 1995
CLERK OF DISTRICT COURT
JUL 12 1995

The undersigned, for the purpose of forming a Corporation for Profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation:

Article I - Name

The name of the Corporation is SUCCESSFUL MARKETING GROUP, INC.

Article II - Principal Office

The principal place of business and mailing address of the Corporation is 4330 Sheridan Street, Suite 202B, Hollywood, Florida 33021. The Board of Directors of the Corporation may from time to time move its principal office in the State of Florida to any other place in this State.

Article III - Duration

The Corporation shall have perpetual existence unless dissolved pursuant to law.

Article IV - Nature of Business

The Corporation may engage in any activity or business permitted under the laws of the United States or the State of Florida.

Article V - Capital Stock

The Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) per share par value common stock.

Article VI - Initial Registered Agent and Address

The name and address of the initial registered agent of the Corporation is RICHARD B. SABRA, ESQ., 4330 Sherdian Street, Suite 202B, Hollywood, Florida 33021.

Article VII - Incorporator

The name and address of the incorporator is: BARRY WEISS, 11570 Wiles Road, Suite 5, Coral Springs, Florida 33076.

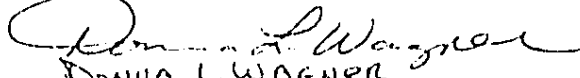
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19 day of May, 1995.


BARRY WEISS

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the state and county set forth above, personally appeared BARRY WEISS, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 1st day of May, 1995.


DONNA L. WAGNER
Notary Public

My Commission Expires: 10/10/98

(SEAL)

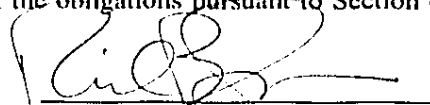


DONNA L. WAGNER
My Commission CC412427
Expires Oct. 10, 1998
Bonded by AND
000-062-6070

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby certify that I have accepted the appointment as the initial registered agent of SUCCESSFUL MARKETING, INC., and agree to serve as its agent to accept service of process within this State at the Registered Office designated in the Articles of Incorporation, and acknowledge that I am familiar with and accept the obligations pursuant to Section 607.325 of the Florida Statutes.

Dated this 26 day of May, 1995


RICHARD B. SABRA, ESQ.