

**ARTICLES OF INCORPORATION
OF
BLK MARKETING, INC.**

Article I

Name

The name of the corporation is **BLK MARKETING, INC.**

Article II

Duration

This corporation shall have perpetual existence.

Article III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business of the corporation shall be:

5700 N.W. 24th Avenue #604
Boca Raton, FL 33496

Mailing Address:

Post Office Box 811504
Boca Raton, FL 33481

Article V

Capital Stock

This corporation is authorized to issue 100,000 shares of common stock, \$.01 par value per share.

Article VI

Initial Registered Office And Agent

The street address of the initial registered office of this corporation is 2255 Glades Road, Suite 340 West, Boca Raton, Florida 33431-7360 and the name of the initial registered agent of this corporation at that address is Christopher C. Wheeler.

Christopher C. Wheeler, Esq.

FL Bar No. 153080
Proskner Rose Goetz & Mandelbaum
2255 Glades Road, Suite 340W
Boca Raton, FL 33431

407/241-7400

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95 JUN 29 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VII

Incorporator

The names and address of the persons signing these Articles of Incorporation are:

William G. Karniol
M. Lynne Karniol
5700 N.W. 24th Avenue #604
Boca Raton, FL 33496

Mailing Address:
Post Office Box 811804
Boca Raton, FL 33481

Article VIII

Powers

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article IX

Indemnification

Provided that the person proposed to be indemnified meets the requisite standard of conduct for permissive indemnification as set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or agent. The indemnification provided herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be an officer, director, employee or agent of the corporation, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

Article X

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders shall be subject to this reservation.

Article XI

Bylaws

The bylaws may be adopted, altered, amended or repealed by either the shareholders or the board of directors, but the board of directors may not amend or repeal any bylaw provision adopted by the shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

Article XII

Beginning of Corporate Existence

The corporate existence of this corporation shall begin on upon filing of these Articles.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 28th day of June, 1995.


William G. Karniol
Incorporator



M. Lynne Karniol
Incorporator

SENT BY: Xerox Telecopier 7021 : 6-28-95 : 12:53PM :

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, 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.


Christopher C. Wheeler
Registered Agent
Dated: June 28, 1995

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TALLAHASSEE, FLORIDA

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