

P95000053687
TRANSNATIONAL PETROLEUM
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

SUBJECT MARKETAMERICA, CORPORATION

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$ 122.50

FROM:

Marlin R. Lee, Jr.
4834 N.W. 14th Drive
Coconut Creek, Florida 33063
(305) 979-5788

7000001532857
-07/07/95--01051--005
****122.50 ****122.50

~~REDACTED~~
JUL 12 1995

FILED
95 JUL -7 PM 3:15
RECEIVED

**ARTICLES OF INCORPORATION
OF
MARKETAMERICA CORPORATION**

FILED
95 JUL -7 11 3:15

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I - Name

The Name of this corporation is MarketAmerica Corporation.

Article II - Principal Place Of Business

The principal place of business of this corporation is:
4834 NW 14 Drive, Coconut Creek, Florida 33063.

Article III - Capitol Stock

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

Article IV - Initial Registered Office and Agent

The Name and street address of the initial registered agent and office of this corporation is:

Marlin R. Lee, Jr.
4834 NW 14th Drive
Coconut Creek, Florida 33063

Article V - Incorporation

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

Marlin R. Lee, Jr.	Edward W. Smith, Jr.	Timothy P. Woodrum
4834 NW 14th Drive	709 NE 26th Street	1936 SE 18th Street
Coconut Creek, Fl 33063	Wilton Manors, Fl 33305	Pompano Beach, Fl 33062

Article VI - Duration

This corporation shall exist in perpetuity.

Article VII - Purpose

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

Article VIII - Initial Board Of Directors

This corporation shall have 3 directors initially. The number of directors may either be increased or diminished from time to time by the bylaws, but shall never be less than two (2). The names and addresses of the initial directors of this corporation are:

Marlin R. Lee, Jr.	Edward W. Smith, Jr.	Timothy P. Woodrum
4834 NW 14th Drive	709 NE 26th Street	1936 SE 18th Street
Coconut Creek, Fl 33063	Wilton Manors, Fl 33305	Pompano Beach, Fl 33062

Article IX - Bylaws

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

Article X - Powers

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

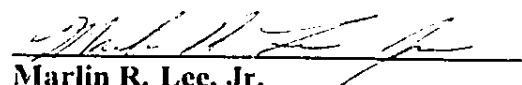
Article XI - Indemnification


This corporation shall indemnify any officers 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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles Of Incorporation the 1st day of July, 1995.


Marlin R. Lee, Jr.


Edward W. Smith, Jr.


Timothy P. Woodrum

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**


*PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED
UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.*

1. The name of the corporation is **MARKETAMERICA CORPORATION.**
2. The name and address of the registered agent and office is:

Marlin R. Lee, Jr.
4834 NW 14 Drive
Coconut Creek, Florida 33063

FILED
95 JUL -7 PM 3:15

*Having been named as registered agent and to accept service of process for the
above stated corporation at the place designated in this certificate, 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.*


Marlin R. Lee, Jr.