

# P95000060038

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 95 AUG -3 PM 2:16

*2/18/95*

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>AAIC</u>	_____	_____	_____

WALK-IN  
 Will Pick Up 83 1200

RE: The Marketing Group  
95-000060038

DESCRIPTION	C.C. FEE.	DISBURSED
Capital Express™		
✓ Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
✓ ( ) Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S -		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s. _____ Copies		
Courier Service		
Shipping/Handling		
Phone ( ) _____		
Top Priority		
Express Mail Prep.		
FAX ( ) _____ pgs		
SUBTOTALS _____		

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit Invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

ARTICLES OF NONPROFIT INCORPORATION  
OF

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THE MARKETING GROUP INTERNATIONAL, INC.

I, the undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

Article I

NAME OF CORPORATION

The name of the corporation shall be:

THE MARKETING GROUP INTERNATIONAL, INC.

Article II

NATURE OF THE BUSINESS

THE general nature of the business to be transacted by this corporation is any activities permitted under the laws of the United States of America and the State of Florida.

TO manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

TO conduct business in, have one or more offices, in, and buy, hold mortgage, sell, convey or lease or otherwise dispose of real and personal property, including franchise, patents, copyrights,

trademarks, and licenses, in the State of Florida, and in all other states and countries.

TO contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfer of corporate property, or other instruments to secure or corporate indebtedness as required.

TO purchase the corporate assets of any other corporation and engage in the same or other character of business.

TO guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by and other corporation of the State of Florida, or any other state of government, and while owners of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

### ARTICLE III

#### CAPITAL STOCK

THE maximum number of shares of stock that the corporation is authorized to have outstanding at any time is: 100

### ARTICLE IV

#### INITIAL CAPITAL

THE amount of capital with which this corporation will begin business is not less, than five hundred dollars (\$500.00).

### ARTICLE V

#### TERM OF EXISTENCE

THIS is to exist perpetually.

## ARTICLE VI

### PRINCIPAL PLACE OF BUSINESS

THE initial street address in this state of the principal office of this corporation is: 12864 Biscayne Boulevard, Suite 342, Miami, Florida 33181. The Board of Directors may from time to time, move the principal office to any other address in Florida.

## ARTICLE VII

### DIRECTORS

THIS corporation shall have not less than one (1) director initially. The number of directors may be increased or diminished from time to time, by the stockholders.

## ARTICLE VIII

### INITIAL DIRECTORS

THE name and street addresses of the members of the first Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
PAOLO SADRI President	12864 Biscayne Blvd., Suite 342 Miami, FL 33181
CHRISTINE KING Vice President	16601 Marquez Avenue Suite 501 Pacific Palisades, CA 90272

## ARTICLE IX

### SUBSCRIBERS

THE names and street addresses of the subscribers of these articles of Incorporation, the number of shares of stock which they agree to take, and the value of the consideration therefore are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
PAOLO SADRI	12864 Biscayne Blvd. Suite 342 Miami, FL 33054	50	\$1.00
CHRISTINE KING	16601 Marquez Avenue Suite 501 Pacific Palisades, CA 90272	50	\$1.00

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DIVISION OF CORPORATIONS  
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#### ARTICLE X

##### REGISTERED AGENT

THE initial designation of the registered office of this corporation shall be: 12834 Biscayne Boulevard, Suite 342, Miami, Florida 33181, and the registered agent shall be: PAOLO SADRI .

PURSUANT the Florida Statutes, section 607.164 having been named to accept process for the above stated corporation, at the place designated in these articles, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
REGISTERED AGENT

#### ARTICLE XI

##### AMENDMENT

THESE Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we the incorporators above named, have  
hereunto set my hand and seal this 31st day of July,  
1995.

PAOLO SADRI

