P9600001943

Date: December 28, 1995

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Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Dear Sirs:

Enclosed please find the Articles of Incorporation for Richard Ugles, Inc. Please file these as quickly as possible. I have enclosed a check for \$122.50. Please return the second copy to me at the following address:

1540 N.W. 128th Drive Suite 301

Sunrise, FL 33323

Sincerely,

Richard Ugles

FILED

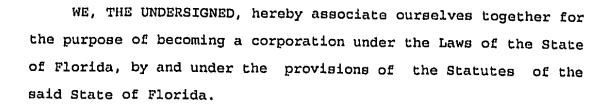
SECRETARY OF STATE
ALLAHASSEE FI CRIMA

ON SIL

CERTIFICATE OF INCORPORATION

-of-

Richard Ugles, Inc.



ARTICLE I

The name of this corporation shall be: Richard Ugles, Inc.

ARTICLE II

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

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares of common stock, having a par value of ONE DOLLAR (\$1.00) PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than ONE THOUSAND DOLLARS (\$1000.00).

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal and registered office of the corporation shall be:

1540 N.W. 128th Drive Suite 301

Sunrise, FL 33323

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The names and addresses of the members of the first Board of Directors of this Corporation are as follows:

Richard Ugles

1540 N.W. 128th Drive Suite 301 Sunrise, FL 33323

ARTICLE IX

The names and street addresses of the persons signing these articles of Incorporation as subscriber are as follows:

Richard Ugles

1540 N.W. 128th Drive Suite 301 Ft. Lauderdale, FL 33323

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, Richard Ugles, Inc. being competent to contract, has hereunto set his hand and seal this

30 day of LEDEMBER, 1995.

STATE OF FLORIDA)

)SS

COUNTY OF BROWARD)

BEFORE ME, the undersigned Notary Public of the State of Florida, personally appeared Richard Ugles, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 35th day of December, 1995.

(NOTARY SEAL)

OF PLO MAY 3,1996

Notary Public, State of Florida
My Commission Expires:

I.D. Presented: Floride Drivers Licens



CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statues, the following is submitted, in compliance with said Act:

FIRST: That Richard Ugles, Inc. desiring to organize under the Laws of the State of Florida with its principal and registered offices as indicated in the Articles of Incorporation, in the city of Sunrise, County of Broward, State of Florida, has named Richard Ugles as its agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By:

Resident Agent

P96000001943

DATE ____APRIL 1, 1997 AMENDMENT SECTION DIVISION OF CORPORATIONS P. O. BOX 6327 TALLAHASSEE, FL 32314 RE: TPC MARKETING, INC., F/K/A RICHARD UGLES, INC. (Name of Corporation) **GENTLEMEN:** ENCLOSED HEREWITH ARE THE ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION FOR RICHARD UGLES, INC. OUR CHECK IN THE AMOUNT OF \$35.00 INCLUDES THE FOLLOWING: FILING FEE TOTAL: \$35.00 RESPECTFULLY SUBMITTED, TPC MARKETING, INC. (Name of Corporation) 1540 NW-128 Drive -----Sunrise, FL 33323 954-845-9030

VS APR 2 4 1997

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



<u></u>	RICHARD UGLES, INC.
Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:	
FIRST:	Amendment(s) adopted: (indicate article number(s) being amended, added, or deleted)
Article I - N	Name
The name of	f the Corporation is TPC Marketing, Inc.
SECOND: shares, provis follows:	If an amendment provides for an exchange, reclassification or cancellation of issued sions for implementing the amendment if not contained in the amendment itself, are as

The date of each amendment's adoption: APRIL 1, 1997

THIRD:

FOURTH: Adoption of Amendment(s) (CHECK ONE)

M	The amendment(s) was/were approved by the shareholders. The number of votes east for the
-	amendment(s) was/were sufficient for approval.
ם	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by voting group
	voting group
0	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
D	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day 1 of APRIL , 19 97
	Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted the shareholders)
by	the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	RICHARD UGLES
	Typed or printed name
	PRESIDENT

Title