

P96000006737
TRANSMITTAL LETTER

TRANSMITTAL LETTER

FROM:

900001692789
-01/19/96--01019--018
*****35.00 *****35.00

Name of corporation: **AMERICAN D**
Street address of the corporation:

7601 EAST TREASURE DRIVE, #807
NORTH BAY VILLAGE, FL 33141

DEAR CORPORATIONS DIVISION:

Please find enclosed:

000001692789
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900001692789
-01/19/96--01019--019
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Please send responses or receipts concerning this filing to the above address.
Thank you very much.

Date: 1/17/96
Name of Incorporator:

ANDREW ROBINSON

Signature of incorporator

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96 JUN 18 AM 96
TALLAHASSEE FLORIDA
SCHOOL OF STATE POLICE

GB 1/23/96

ARTICLES OF INCORPORATION
of

FILED

96 JAN 18 AM 9:06

AMERICAN DIRECT MARKETING SERVICES, INC.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the Corporation is:

AMERICAN DIRECT MARKETING SERVICES, INC.

Article 2. The principal place of business and mailing address of this corporation is:

7601 EAST TREASURE DRIVE, #807, NORTH BAY VILLAGE, FL 33141

Article 3. The corporation is authorized to issue one class of stock, that being 100 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

ANDREW ROBINSON 7601 EAST TREASURE DRIVE, #807, NORTH BAY VILLAGE, FL 33141

Article 5. The name and street address of the incorporator of this corporation is:

ANDREW ROBINSON 7601 EAST TREASURE DRIVE, #807, NORTH BAY VILLAGE, FL 33141

Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Date: 1/17/96

Name of Incorporator:

ANDREW ROBINSON

Signature of Incorporator:



CERTIFICATE OF DESIGNATION

OF

REGISTERED OFFICE AND REGISTERED AGENT FOR

AMERICAN DIRECT MARKETING SERVICES, INC.

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

Name **ANDREW ROBINSON**
Street address

**7601 EAST TREASURE DRIVE, #807
NORTH BAY VILLAGE, FL 33141**

SEARCHED
SERIALIZED
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96 JUN 18 M:9:07
FLORIDA SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as the 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.

Signature of registered agent:


1/17/96

Date of signature: