

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-7777  
904-222-7911 x

800-344-8086



RECEIVED  
9 JAN 24 11 10  
DIVISION OF CORPORATION

ACCOUNT NO. : 077100000032

REFERENCE : 017562 64690

AUTHORIZATION :

COST LIMIT : \$ 122.50

*Patricia Pignato*

ORDER DATE : January 24, 1996

ORDER TIME : 10:24 AM

ORDER NO. : 017562

CUSTOMER NO: 64690

CUSTOMER: Benjamin P. Butterfield, Esq  
MAGUIRE VOORHIS & WELLS, P.A.

8000001696719

2 South Orange Avenue

Orlando, FL 32801

DOMESTIC FILING

NAME: GLOBAL MARKETING GROUP OF  
ORLANDO, INC.

FILED  
96 JAN 24 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

X ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS:

T. BROWN JAN 24 1996

NR R95-5222



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 16, 1995

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

The name GLOBAL MARKETING GROUP OF ORLANDO, INC. has been reserved for 120 days beginning November 16, 1995. The reservation number is R95000005222 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Carolyn Batten

Letter number: 095A00050853

ARTICLES OF INCORPORATION  
OF

GLOBAL MARKETING GROUP OF ORLANDO, INC.

The undersigned incorporator delivers these Articles of Incorporation to form a corporation under the laws of the Florida Business Corporation Act.

FILED  
96 JAN 24 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

Name. The name of this corporation is:

Global Marketing Group of Orlando, Inc.

ARTICLE II

Principal Office. The principal office and mailing address of this corporation is 298 Lake Markham Road, Sanford, Florida 32771.

ARTICLE III

Business and Activities. This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$0.01 par value, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE V

Term of Existence. This corporation shall have perpetual existence.

ARTICLE VI

Initial Registered Office and Agent. The street address of the initial registered office of the corporation is 298 Lake Markham Road, Sanford, Florida 32771, and the name of the initial registered agent of the corporation at that address is Michael R. Fouts.

#### ARTICLE VII

Number of Directors. This corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of this corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Directors may authorize and require the payment of the reasonable expenses incurred by Directors in attending meetings of the Directors. Nothing in this Article shall be construed to preclude the Directors from serving the corporation in any other capacity and receiving compensation therefor.

#### ARTICLE VIII

Initial Board of Directors. The name(s) and street address(es) of the initial Directors of this corporation are:

<u>Name</u>	<u>Address</u>
Jeff Odato	2343 River Tree Circle Sanford, Florida 32771
Michael R. Fouts	298 Lake Markham Road Sanford, Florida 32771
Sean Lucas	4040 Witzel Drive Sherman Oaks, California 91043

#### ARTICLE IX

Incorporator. The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
Michael R. Fouts	298 Lake Markham Road Sanford, Florida 32771

#### ARTICLE X

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this corporation.

#### ARTICLE XI

Amendment to Articles. 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 shareholders, and approved at a shareholders' meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE XII

By-Laws. The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors and the Shareholders.

#### ARTICLE XIII

Preemptive Rights. Every shareholder, upon the sale of any additional stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and he acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 23rd day of January, 1996, and I accept the duties and responsibilities of Registered Agent for the Corporation as set forth in the Florida Business Corporation Act.



Michael R. Fouts  
Incorporator and Registered Agent