

P96000028/66

LAW OFFICES
WOLF & SHORT, P.A.
PROFESSIONAL ASSOCIATION

CENTURY CITY EXECUTIVE COMPLEX
3733 UNIVERSITY BOULEVARD, WEST, SUITE #03
JACKSONVILLE, FLORIDA 32217

FREDERICK R. SHORT, JR.
WAYNE A. WOLF

(904) 731-0811
TELECOPIER (904) 731-0477

TAXATION
WILLS, ESTATES & ESTATE PLANNING
CORPORATION & BUSINESS LAW

March 28, 1996

return to
pick up

EFFECTIVE DATE
4-1-96

Jenna Eckland
Leon Branch
Attorney's Title Fund, Inc.
660 E. Jefferson Street, Suite 200
Tallahassee, FL 32301

Re: Bottary & Partners Public Relations, Inc.

TELEPHONE (904) 731-0811
FAX (904) 731-0477
***123.50 ***123.50

Dear Jenna:

Enclosed for filing with the Secretary of State are duplicate original Articles of Incorporation of Bottary & Partners Public Relations, Inc.

When these Articles have been filed, please return a certified copy to the undersigned.

Thanking you, I am

Very sincerely yours,

WOLF & SHORT, P.A.

By F. R. Short, Jr.
Frederick R. Short, Jr.

RECEIVED
96 APR -1 PM 4:01
DIVISION OF CORPORATION

FRS/wgb

Enclosures

FILED
96 APR -1 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DPG
4-1-96

ARTICLES OF INCORPORATION
OF
BOTTARY & PARTNERS PUBLIC RELATIONS, INC.

FILED
96 APR -1 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

EFFECTIVE DATE
4-1-96

Name

The name of this Corporation is BOTTARY & PARTNERS PUBLIC RELATIONS, INC.

ARTICLE II

Principal Office

The principal office of this corporation shall be 200 West Forsyth Street, Suite 800, Jacksonville, Florida 32202.

ARTICLE III

Duration

This corporation shall have perpetual existence.

ARTICLE IV

Purpose

The general nature of the business and the object and purposes to be transacted, promoted or carried on by BOTTARY & PARTNERS PUBLIC RELATIONS, INC., are as follows:

(a) To engage in any activity or business permitted under the laws of the United States and of the State of Florida; and

(b) To do everything necessary and proper for the accomplishment of the objectives enumerated herein.

In addition to the foregoing powers, the corporation shall have all powers of a general corporation for profit under Chapter 607, Florida Statutes, or any amendment thereto.

ARTICLE V

Capital Stock

The maximum number of shares of capital stock which this corporation is authorized to issue or to have outstanding at any one time is 1,000,000 shares of common capital stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 3733 University Blvd., W., Suite 203, Jacksonville, Florida 32217, and the name of the initial registered agent of this corporation at this address is Frederick R. Short, Jr.

ARTICLE VII

Exercise of Corporate Power

All corporate powers, including setting officers' salaries, shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction as provided in the corporate By-Laws. The initial Board of Directors shall consist of at least one (1) but not more than three (3) Directors and the initial Directors will be:

CAROL A. BOTTARY

200 W. Forsyth Street, #800
Jacksonville, FL 32202

LEO J. BOTTARY

200 W. Forsyth Street, #800
Jacksonville, FL 32202

ARTICLE VIII

Incorporator

The name and address of the individual signing these Articles is:

LEO J. BOTTARY

200 W. Forsyth Street, #800
Jacksonville, FL 32202

ARTICLE IX

By-Laws

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

ARTICLE X

Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the extent permitted by law.

ARTICLE XI

Amendment

These Articles of Incorporation may be amended in the manner provided by law, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII

Restriction on Transfer of Shares

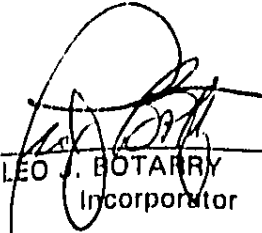
No shareholder shall transfer or encumber his shares during his lifetime to any person not a shareholder in the corporation unless the transferring shareholder first obtains in writing the unanimous consent of the remaining shareholders.

ARTICLE XIII

Effective Date

These Articles of Incorporation shall become effective on April 1, 1996.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27 day of March, 1996.



LEO J. BOTARRY
Incorporator

DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

APRIL 1, 1996

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

BOTTARY & PARTNERS PUBLIC RELATIONS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at Jacksonville, County of Duval, State of Florida, has named Frederick R. Short, Jr., located at 3733 Univeristy Blvd., W., Suite 203, Jacksonville, County of Duval, State of Florida 32217, as its Agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated above, I hereby agree to act in this capacity, and agree to comply with the provisions of Section 607.0505, Florida Statutes.


FREDERICK R. SHORT, JR.

FILED
96 APR -1 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFESSIONAL ASSOCIATION
CENTURY CITY EXECUTIVE COMPLEX
3733 UNIVERSITY BOULEVARD, WEST, SUITE 203
JACKSONVILLE, FLORIDA 32217

FREDERICK R BHOOT, JR
WAYNE A WOLF

(804) 731-0811
TELECOPIER (804) 731-0477

**TAXATION
WILLS, ESTATES & ESTATE PLANNING
CORPORATION & BUSINESS LAW**

March 19, 1997

Barbara Keys
Leon Branch
Attorney's Title Fund, Inc.
660 E. Jefferson Street, Suite 200
Tallahassee, FL 32301

600002120686--1
03/21/97--01001--006
*****87.50 *****87.50

Re: Bottary & Partners Public Relations, Inc.

Dear Barbara:

Enclosed for filing with the Secretary of State are duplicate original Articles of Amendment to Articles of Incorporation of Bottary & Partners Public Relations, Inc.

Also enclosed is our firm check in the amount of \$87.50 to cover the following:

**Filing fee Articles of Incorporation
Certified Copy**

\$35.00
52.50
\$87.50

When these Articles have been filed, please return a certified copy to the undersigned.

Thanking you, I am

Very sincerely yours,

WOLF & SHORT, P.A.

By Frederick R. Short, Jr.

Enclosures

[illegible]

FILED
97 MAR 21 PM 1:11
RECEIVED
DIVISION OF CORPORATION
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BOTTARY & PARTNERS PUBLIC RELATIONS, INC.**

FILED
97 MAR 21 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. **Name of Corporation.** The name of the Corporation is BOTTARY & PARTNERS PUBLIC RELATIONS, INC..

2. **Amendments adopted.** By the unanimous consent of the Shareholders and Directors of the Corporation, the Articles of Incorporation were amended as follows:

Article V was amended to provide as follows:

**ARTICLE V
Capital Stock**

The maximum number of shares of capital stock which this corporation is authorized to issue or to have outstanding at any one time is 1,000,000 shares of common capital stock having a par value of One Cent (\$.01) per share.

3. **Date of Adoption.** The foregoing amendment was adopted by unanimous written consent of the Shareholders and Directors of the Corporation on dated February 6, 1997.

4. **Votes Cast.** The common stock of the Corporation is the only class of stock. 100% of the shares cast votes for the Amendment, which is sufficient for approval by the voting group.

5. **Effective Date.** The foregoing Amendment is effective on the date these Articles of Amendment are filed with the Secretary of State.

BOTTARY & PARTNERS PUBLIC RELATIONS, INC.

By: _____

Leo J. Bottary, President

P96000028761

Address Change For : Market Waves, Inc.

Document # : P96000028761

New Address : 3301 N.E. 5 Ave, PH-4
Miami, FL 33137

Phone : (305) 376-2832.

Please send renewal forms to my
new address because I have not
received anything from you.

Thank you.

Sincerely, Laura Costareda, President
3/7/97

UP
3-20-97
AL sent