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4/15/96

Requestor's Name
William Segal
Address
20801 Biscayne Blvd. #304
Aventura, FL 33180
City State ZIP Phone

682-1110

VALIDATION ONLY

FILED
96 APR 17 PM 12:45
TALLAHASSEE, FLORIDA

100001783671
-04/17/96--01021--020
****367.50 ****122.50

CORPORATION(S) NAME

TARGET MARKETING DIRECT, INC



Empire Toll Free: 1-800-432-3028

96 APR 17 PM 10:10
TALLAHASSEE, FLORIDA

- | | | |
|---|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

F. CHESSEY APR 17 1996.

CERTIFIED COPY

LAW OFFICES
WILLIAM J. SEGAL, P.A.

8080 BISCAYNE BOULEVARD

SUITE 304

AVENTURA, FLORIDA 33110

WILLIAM J. SEGAL
OF COUNSEL
FRANKLIN J. BIGGEL
GARY H. BARLOW

TELEPHONE
(305) 682-1110
TELEFAX
(305) 682-1800

April 15, 1996

VIA COURIER

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **TARGET MARKETING DIRECT, INC.**
PROMO FLYER, INC.
THE COOKIE MAN, CORP.

FILED
55 APR 17 PM 12:46
TALLAHASSEE, FLORIDA

To Whom It May Concern:

Enclosed please find original and two copies of Articles of Incorporation of the above-referenced corporation. Also enclosed is a check in the sum of \$367.50 representing the following for each corporation:

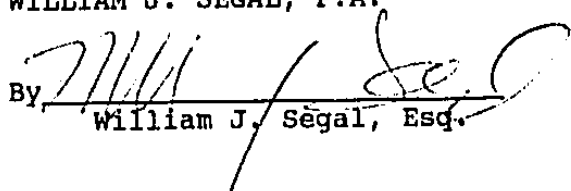
Filing fee	\$ 35.00
Registered Agent's fee	35.00
Fee for certified copy	52.50

Total: \$122.50

Once the Articles of Incorporation have been filed, please give the certified copies to the courier for return to our office.

Very truly yours,

WILLIAM J. SEGAL, P.A.

By 
William J. Segal, Esq.

WJS/jt
Enclosure

ARTICLES OF INCORPORATION
OF
TARGET MARKETING DIRECT, INC.

FILED
95 APR 17 PM 12:46
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is: TARGET MARKETING
DIRECT, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of
the corporation shall be:

4239 NW 37th Court
Miami, Florida 33142

ARTICLE III - DURATION

The corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of trans-
acting any and all lawful business for which corporations may be
incorporated in accordance with applicable Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of
one class of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is: 4239 NW 37th Court
Miami, Florida 33142

and the name of the initial registered agent of this corporation is: NICHOLAS QUINTANA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director. The number of directors may be increased or decreased from time to time as provided by the By-Laws, but shall never be less than one (1).

The name and address of the initial director of this corporation are:

Nicholas Quintana
4239 NW 37th Court
Miami, Florida 33142

ARTICLE VIII - INCORPORATORS

The name and address of the person signing the Articles of this corporation are:

Nicholas Quintana
4239 NW 37th Court
Miami, Florida 33142

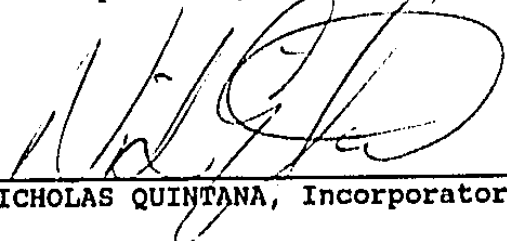
ARTICLES IX - BY-LAWS

The Board of Directors and the shareholders are both vested with the power to adopt, alter, amend or repeal the By-Laws.

ARTICLE X

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation, this 25 day of March, 1996.

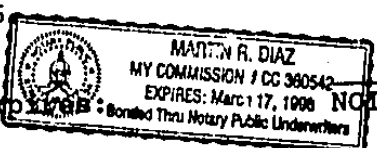
X 

NICHOLAS QUINTANA, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

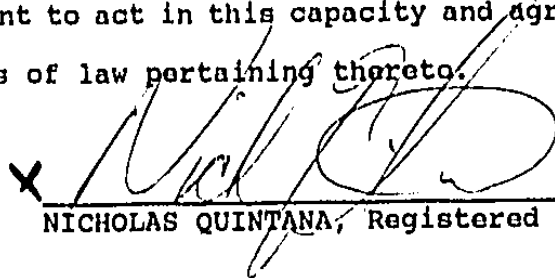
BEFORE ME personally appeared NICHOLAS QUINTANA identified by Passport, or to me well known and known to be the persons described in and who executed the foregoing instrument, and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 25 day of March, 1996

My Comm. Expires  Martin R. Diaz
NOTARY PUBLIC, State of Florida

ACKNOWLEDGMENT AND CONSENT
OF REGISTERED AGENT

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.

X 
NICHOLAS QUINTANA, Registered Agent

FILED
96 APR 17 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA