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TO: DIVISION OF CORPORATIONS
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109 EAST FLORIDA AVE
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CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H96000007094)))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MANAGED MARKETING, INC.
FAX AUDIT NUMBER: H96000007094
DATE REQUESTED: 06/20/1990
CERTIFIED COPIES: 1
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5/21

DIVISION OF CORPORATIONS

96 MAY 20 PM 3:06

RECEIVED

Robert A. Chaves, Esq.
2101 Corporate Blvd. # 210
Boca Raton, FL 33431
(407) 998-7847
FBN. 283525

ARTICLES OF INCORPORATION
OF
MANAGED MARKETING, INC.

95 MAY 20 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned Incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME.

The name of this Corporation is:
MANAGED MARKETING, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Five Thousand (5,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All

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shares issued shall be fully paid and nonassessable.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS.

The principal office and mailing address of the Corporation are:

7300 N.W. 41st Street
Miami, Florida 33166

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

M & W AGENTS, INC.
2101 Corporate Boulevard
Suite 216
Boca Raton, Florida 33431

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Shareholders, but shall never be less than one (1).

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ARTICLE VIII. INITIAL DIRECTOR.

The name of the initial Director of this Corporation and his street address is:

Murray Malove
7300 N.W. 41st Street
Miami, Florida 33166

The person named as initial Director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR.

The name and street address of the corporation signing these Articles of Incorporation as the incorporator are:

M & W AGENTS, INC.
2101 Corporate Boulevard
Suite 216
Boca Raton, Florida 33431

ARTICLE X. CONFLICT OF INTEREST.

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the Officers or Directors of this Corporation are Officers or Directors of the said other corporation, or by reason of the fact that one or more of the Officers or Directors of this Corporation may be the other individual or individuals contracting with this Corporation.

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ARTICLE XI. AMENDMENT.

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 at least a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation this 20th day of May, 1996.

M & W AGENTS, INC.

By:


Robert A. Graves
Vice President

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MAY-20-1996 14:20 FROM

TO

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

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted, in compliance with said Sections:

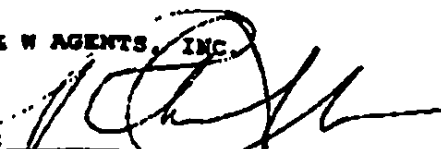
That Managed Marketing, Inc., desiring to organize under the laws of the State of Florida, has named M & W AGENTS, INC., located at Penthouse 1, 9100 S. Dadeland Boulevard, Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, M & W AGENTS, INC. hereby agrees to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.

Dated this 20th day of May, 1996.

M & W AGENTS, INC.

By: 
Robert A. Chaves
Vice President

FILED
96 MAY 20 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TEACHER CHAVES RUBIN FORMAN & MULLER, P.A.

P9600042979

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9100 South Dadeland Boulevard
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August 29, 1996

REPLY TO: Boca Raton

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Managed Marketing, Inc.

Dear Sir/Madam:

Please change the corporate mailing address of the above noted corporation to 665 N.W.
133rd Way, Plantation, Florida 33325.

Sincerely,


Susan Margolies, Secretary to
Robert A. Chaves

cc: Murray Malove