

THE LAW OFFICES OF
JOHN BRADLEY AND ASSOCIATES, P.A.

701 SOUTH ANDROWNE AVENUE, SUITE 200
TALLAHASSEE, FLORIDA 32316

P96000045784

March 26, 1996

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

Re: **Jacoby Marketing Services, Inc.**
Articles of Incorporation

300001835213
-05/22/96--01037--018
*****87.50 *****87.50

Dear Sirs,

Please find enclosed Articles of Incorporation for the above referenced matter together with a check in the amount of \$87.50 representing your fee. Please file the same at your earliest opportunity and return proof of filing to my office by the self-addressed stamped envelope enclosed.

If you have any questions please feel free to contact this office. Thanking you for your attention to this matter, I am

Sincerely yours,

JOHN BRADLEY AND ASSOCIATES, P.A.


John F. Bradley

JFB/td
Encl.

cc: **Jacoby Marketing Services, Inc.**

FILED
96 MAY 22 AM 11: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten initials/signature

FILED
96 MAY 22 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
JACOBY MARKETING SERVICES, INC.

The undersigned, acting as Incorporator for the purpose of forming a for profit Corporation under the provisions of Chapter 607 of the Florida Statutes, hereby delivers the following Articles of Incorporation for said Corporation to the Department of State of the State of Florida.

ARTICLE I

NAME

The name of the Corporation is **Jacoby Marketing Services, Inc.** The address for the principal office of this corporation shall be One Gail Road, Sebastian, Florida 32958-3501.

ARTICLE II

PURPOSE

The Corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one-thousand (1000) shares of common stock having no par value per share.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be One Gail Road, Sebastian, Florida 32958-3501 and the name of the registered agent of the Corporation at that address is Ernest C. Jacoby.

ARTICLE V

INCORPORATOR

The name and address of the Incorporator executing these Articles of Incorporation is:

Ernest C. Jacoby
One Gail Road
Sebastian, FL 32958-3501

ARTICLE VI

TERM OF EXISTENCE

This corporation is to exist perpetually.

**ARTICLE VII
SPECIAL PROVISION**

This corporation shall be organized to comply with the provisions of Subchapter of the Internal Revenue Code, 26 U.S.C. 1361 ET. SEQ., and shall take all actions necessary to obtain and maintain its status as an "S" Corporation as defined therein.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has hereunto set his hand and seal this 14th day of May, 1996, for the purpose of forming this Corporation for profit under the laws of the State of Florida.


Ernest C. Jacoby, Incorporator

**STATE OF FLORIDA
COUNTY OF BROWARD**

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Ernest C. Jacoby,

1. { } to me personally known to be the person described herein and who executed the foregoing instrument, and acknowledged under oath that he executed the same.

OR

2. { } who produced identification in the form of _____ and acknowledged under oath before me that he executed the same.

WITNESS my hand and official seal in the County and State aforesaid this 14th d. of May, 1996.


Notary Public

John F. Bradley
(Type/print Name of Notary)

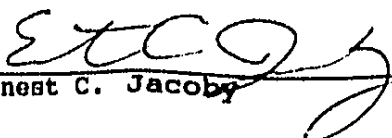
My Commission Expires:



JOHN F. BRADLEY
MY COMMISSION # CC327737 EXPIRES
November 2, 1997
BONDED THRU TROY FARM INSURANCE, INC.

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

Ernest C. Jacoby, is an individual residing within the state and maintaining a business office identical with the registered office and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Ernest C. Jacoby

96 MAY 22 AM 11: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

THE LAW OFFICES OF
JOHN BRADLEY AND ASSOCIATES, P.A.

1215 N. BROWARD BLVD., SUITE 200
FORT LAUDERDALE, FLORIDA 33301

JOHN BRADLEY

(954) 523-6160

P96000045784

July 2, 1997

400002107204 . \$1
-05/21/97--01113-016
*****35.00 *****35.00

State of Florida
Department of State
Tallahassee, FL 32399-0100

Re: Jacoby Marketing Services

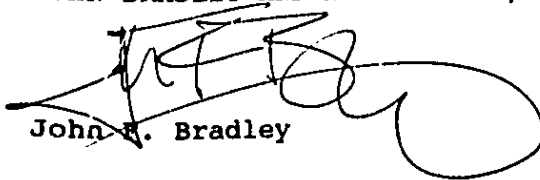
Dear Sirs:

Please find enclosed Articles of Dissolution for filing in connection with the above-referenced matter. Additionally, please find a second copy and a self-addressed, stamped envelope for return of a stamped copy, together with a check in the amount of \$35.00 representing your fee. If you require anything further, please do not hesitate to contact this office.

Thanking you for your attention to this matter, I am,

Sincerely yours,

JOHN BRADLEY AND ASSOCIATES, P.A.


John A. Bradley

JFB/br
Encls

Handwritten notes:
JM
P96000045784
2 pgs
2 pgs
5-20-97
TCL/SS

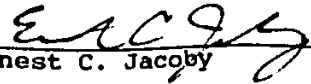
Vertical stamp:
Approved
C. Bradley

**ARTICLES OF DISSOLUTION
BY INCORPORATOR(S)
OF
JACOBY MARKETING SERVICES, INC.**

Pursuant to the provisions of Section 607.1401 of the Florida Statutes, the undersigned incorporators of the corporation hereinafter named, adopt the following Articles of Dissolution:

1. The name of the corporation is JACOBY MARKETING SERVICES, INC.
2. The date of filing of its Articles of Incorporation was May 22, 1996.
3. None of its shares has been issued, nor has the corporation commenced business.
4. No debts of the corporation remain unpaid.
5. The amount, if any, actually paid in on subscriptions for its shares, less any part thereof disposed of for necessary expenses, has been returned to those entitled thereto.
6. The sole incorporator elects that the corporation be dissolved.

Dated: April 26, 1997.


Ernest C. Jacoby
Incorporator