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ANTOINETTE PLOGSTEDT, P.A.

ATTORNEY AT LAW

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May 21, 1996

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

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-05/23/96--0110R3--0113
****122.50 ****122.50

RE: CUSTOM MARKETING SERVICES, INC.

Dear Sir/Madam:

Enclosed please find an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fees:	35.00
Certified Copy:	52.50
Registered Agent Fee:	35.00

TOTAL	\$ 122.50
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Please return a certified copy of the Articles of Incorporation to the undersigned.
Your prompt attention to this matter is appreciated.

Sincerely,


ANTOINETTE PLOGSTEDT

ADP/mm

Enclosures

FILED
96 MAY 23 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 31 1996

**ARTICLES OF INCORPORATION
OF
CUSTOM MARKETING SERVICES, INC.**

FILED
96 MAY 23 PM 3:00
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

The undersigned, acting as Incorporator of CUSTOM MARKETING SERVICES, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation is: CUSTOM MARKETING SERVICES, INC.

ARTICLE II. PRINCIPAL OFFICE/MAILING ADDRESS

The principal office and mailing address of the Corporation is 550 Orange Ave. #1, Altamonte Springs, Florida 32701.

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.01 per share. The consideration to be paid for each share shall be fixed by the Board of Directors and such consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services rendered, promises to perform services evidenced by a written contract, or other securities of the Corporation, with a value, in the judgment of the Directors equivalent to or greater than the full par value of the shares.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The Corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time, as provided in the By-laws, but shall never be less than one. The names and street addresses of the initial Directors are:

Name	Address
Sheryl L. Morse	550 Orange Ave. #1 Altamonte Springs, Florida 32701
Flora D. Webb	1438 Belle Vista Dr. Orlando, Florida 32809
Alice Z. Dawson	6524 The Landings Dr. Orlando, Florida 32812

ARTICLE VII. INCORPORATOR

The name and address of the Incorporator is:

Name	Address
Sheryl L. Morse	550 Orange Ave. #1 Altamonte Springs, FL 32701

The Incorporator of the Corporation assigns to this Corporation her rights under Section 607.0201, Florida Statutes, to constitute a Corporation, and she assigns to those persons designated by the Board of Directors any rights she may have as Incorporator to acquire any of the capital stock of this Corporation, this assignment becoming effective on the date corporate existence begins.


ARTICLE VIII. BYLAWS

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

ARTICLE IX. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Article of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the Corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Article of Incorporation this 21 day of May, 1956.


Sheryl L. Morse,
Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

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

That CUSTOM MARKETING SERVICES, INC. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 550 Orange Ave. #1, Altamonte Springs, Florida, Seminole County, Florida, 32701, has named Sheryl L. Morse, located at 550 Orange Ave. #1, Altamonte Springs, Seminole County, Florida, 32701, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the Corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar

with and accept the obligations of my position as registered agent.

Sheryl L. Morse
SHERYL L. MORSE

FILED

96 MAY 23 PM 3:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA