

P96000049974

David Meek
23411 San Remo Drive
Boca Raton, Florida 33433

May 15, 1996

FILED

96 JUN 10 AM 8:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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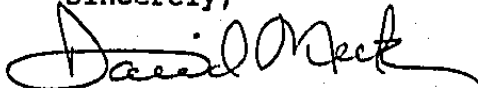
RE: SUN CITY MARKETING, INC.

Gentlemen:

Enclosed please find proposed Articles of Incorporation for ONE (1) new Florida Corporation, SUN CITY MARKETING, INC., along with my check in the amount of \$122.50.

Please place these documents in line for processing. Thank you very much.

Sincerely,



David Meek

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6/12/96

ARTICLES OF INCORPORATION

OF

SUN CITY MARKETING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

1. **NAME.** The name of the Corporation is: SUN CITY MARKETING, INC.
2. **DURATION.** The period of its duration is perpetual.
3. **PURPOSE.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. **CAPITAL STOCK.** The corporation is authorized to issue One Hundred Million (100,000,000) shares of common stock, all of one class, at NO Par Value.
5. **PRINCIPAL OFFICE.** The address of the principal office of the corporation is as follows:

SUN CITY MARKETING, INC.
23411 San Remo Drive
Boca Raton, Florida 33433
6. **INITIAL REGISTERED AGENT.** The name and address of the initial registered agent of the corporation is as follows:

David Meek
23411 San Remo Drive
Boca Raton, Florida 33433
7. **INITIAL BOARD OF DIRECTORS.** The corporation shall have ONE (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than ONE(1)director.

The name and address of the initial director of the corporation is:

NAME	ADDRESS
David Meek	23411 San Remo Drive Boca Raton, Florida 33433

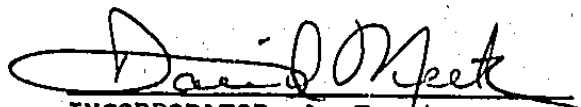
8. AMENDMENT OF ARTICLES. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

9. INDEMNIFICATION. To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.

10. INCORPORATOR. The name and address of the incorporator is:

NAME	ADDRESS
David Meek, as Trustee	23411 San Remo Drive Boca Raton, Florida 33433

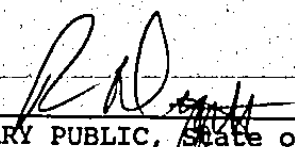
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of May, 1996.


INCORPORATOR, As Trustee

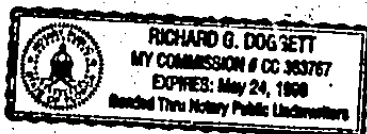
STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared DAVID MEEK, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me, that he executed the same for the purposes therein expressed.

14 IN WITNESS HEREOF, I have hereunto set my hand and seal this day of May, 1996.


NOTARY PUBLIC, State of Florida

MY COMMISSION EXPIRES:



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CERTIFICATE DESIGNATING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED WITHIN THIS STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that SUN CITY MARKETING, INC., a Florida corporation qualified to do business under the laws of this State, has appointed DAVID MEEK as its agent to accept service of process within this State at the following address:

DAVID MEEK
23411 San Remo Drive
Boca Raton, Florida 33433

Having been named to accept service of process for the above stated corporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: David Meek
David Meek