

P96000051982

June 11, 1996

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

STATE OF FLORIDA
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32309-0327
*****70.00 *****70.00

Dear Department of Corporations:

Please accept this petition of incorporation for a sub chapter S corporation. The company name is Outsource Marketing Group, Inc. Enclosed is my personal check to cover the filing fee of \$70.00.

If you have any questions please feel free to contact me at (407) 293-6599. If I am not there or on another line please leave a voice mail message. Also, my cellular number is (407) 421-9064 and digital pager is (407) 983-5866. Thank you for your attention in this matter.

Best regards,

Robert Rusling

Robert Rusling
Outsource Marketing Group

96 JUN 17 PM 4:15
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

63 6/18/96

ARTICLES OF INCORPORATION
OF
OUTSOURCE MARKETING GROUP, INC.

95 JUN 17 11 43 16

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is: Outsource Marketing Group, Inc.
P. O. Box 3235
677 Oak Hollow Way
Altamonte Springs, FL 32714

ARTICLE II

TERMS OF EXISTENCE

This corporation shall commence as of the date of filing of these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

This corporation may engage in any activity of business permitted under the laws of the United States and of this State.

ARTICLE IV

CAPITAL STRUCTURE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock, having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of said capital stock may be paid for in cash, in property or in labor and service at a fair valuation to be fixed by the Board

of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

ARTICLE V

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of this corporation shall be the incorporator, Robert Rusling, Jr., who hereby states that he accepts the designation as registered agent for Outsource Marketing Group, Inc. and that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation. The street address of the initial registered office of this corporation, which is identical with the business office of the registered agent, is 677 Oak Hollow Way, Altamonte Springs, FL 32714. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

There shall be a board of directors, the number of directors shall be decided by resolution of the shareholders.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The names and street addresses of the members of the initial board of directors for this corporation, who subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignation, removal from office or death are:

NAME

Robert Rusling, Jr.

STREET ADDRESS

677 Oak Hollow Way
Altamonte Springs, FL 32714

96 JUN 17 PM 4:16

Rebecca Rusling

677 Oak Hollow Way
Altamonte Springs, FL 32714

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator is:

Robert Rusling, Jr.

677 Oak Hollow Way
Altamonte Springs, FL 32714

ARTICLE IX

BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors or the shareholders.

ARTICLE X

AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

IN WITNESS WHEREOF, the incorporator has executed these articles of incorporation on this the 10th day of June, 1996.


ROBERT RUSLING, JR.

COUNTY OF JEFFERSON DAVIS

Witness my hand and official seal in the County and State named above this the 10th day of June, 1996.

1/11/99
MY COMMISSION EXPIRES