

M E-6-96

**ARTICLES OF INCORPORATION
OF
CWA MARKETING CORP.**

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

FILED
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CLERK OF DISTRICT COURT
MIAMI BEACH, FLORIDA

ARTICLE I

The name of this corporation is CWA MARKETING CORP, and the initial address of this corporation shall be 18305 Biscayne Blvd., Suite 200, No. Miami Beach, Fl 33160.

ARTICLE II

This corporation may engage in any and all lawful business under the provisions of Chapter 607, Florida Statutes, as it may from time to time be amended.

ARTICLE III

The period of duration of this corporation shall be perpetual. The corporate existence shall commence upon filing of these Articles of Incorporation.

ARTICLE IV

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

**NUMBER OF SHARES
AUTHORIZED**

100

PAR VALUE PER SHARE

\$1.00

CLASS

Common

ARTICLE V

The initial registered office of this corporation shall be: 18305 Biscayne Blvd., Suite 200, No. Miami Beach, Fl 33160, and the name of this corporation's initial registered agent is Michael M. Matluck, at 18305 Biscayne Blvd. #200, No. Miami Beach, Fl 33160.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The name and address of the director of this corporation, who shall hold office for the first year or until his/her successor is duly elected and qualified, shall be:

Michael M. Matluck, President
18305 Biscayne Blvd. #200
No. Miami Beach, Fl 33160

ARTICLE VIII

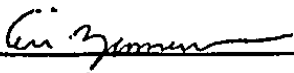


The name and address of the incorporator is Michael M. Matluck, 18305 Biscayne Blvd., Suite 200, No. Miami Beach, Florida 33160.

ARTICLE IX

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30th day of July, 1996.

Witnesses:




Incorporator

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Michael Miller
(☒) who is personally known to me or, (☐) who produced _____ as
identification, to be the person described in and who subscribed the above Articles of
Incorporation, and he did freely and voluntarily acknowledge before me according to law
that he made and subscribed the same for the uses and purposes therein mentioned and set
forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami,
Dade County, Florida, this 20th day of July.

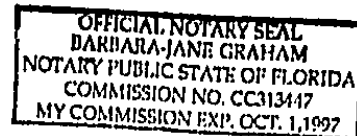
NOTARY PUBLIC:

Sign: Barbara-Jane Graham

Print: Barbara-Jane Graham

State of Florida at Large

My Commission Expires:



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

In compliance with the laws of Florida, the following is submitted:

That CWA MARKETING CORP., desiring to incorporate under the laws of the State of Florida has named Michael M. Maltuck with an address of 18305 Biscayne Blvd., #200, No. Miami Beach, Florida, 33160, County of Dade, State of Florida, as its statutory Registered Agent.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.0501(3), Florida Statutes.

Dated this 30th day of July 1996.

By: Michael M. Maltuck
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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