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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1482 W. PALM BLVD ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
PHONE: (305) 541-3894
FAX: (904) 922-4000 FAX: (305) 541-3770

(((H96000011485))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MEGAS MARKETING GROUP, INC.
FAX AUDIT NUMBER: H96000011485 CURRENT STATUS: REQUESTED
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 19, 1996

EMPIRE CORPORATE KIT COMPANY
1492 W. FLAGLER KIT COMPANY
SUITE 200
MIAMI, FL 33135

SUBJECT: MEGAS MARKETING GROUP, INC.
REF: W96000017266

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
MEGAS MARKETING GROUP, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, by and under the Statutes of the State of Florida providing for formation, liability, rights, privileges and immunities of corporation for profit, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of their corporation is:

MEGAS MARKETING GROUP, INC.

ARTICLE II

Duration

This corporation is to have perpetual existence.

ARTICLE III

Purpose

The corporation is organized for the purposes of transacting any and all lawful business permitted under the laws of the United States of America or the State of Florida.

ARTICLE IV

Capital Stock

The aggregate number of shares which the corporation has authority to issue is 500 shares all of which shall be common stock

KENNETH LAMBERTSON, P.A.
9130 S. DANFORD BLVD., #1101
MIAMI, FL 33156
FL. BAR NO. 182014

(305)670-4455

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with a par value of \$1.00 per share.

ARTICLE V

Initial Capital

The corporation will begin business with a sum of Five Hundred Dollars (\$500.00) paid in capital.

ARTICLE VI

Initial Business Address and Registered Agent

The street address of the initial registered office of this corporation is: 9130 S. DADELAND BLVD. #1101, MIAMI, FLORIDA 33156, and the name of the initial Registered Agent of this corporation is Bruce Laschick who also has his ^{Principal} office at 9130 South Dadeland Blvd. #1101 Miami, Fl. 33156.

ARTICLE VII

Directors

The number of directors shall not be less than one (1).

ARTICLE VIII

Initial Directors

The name and address of the initial directors constituting the Board of Directors of the corporation is as follows:

STEVE GALLEGOS: P.O. BOX 16092, JACKSON, MS 39236-6092

NICKI SHELTON: P.O. BOX 16092, JACKSON, MS 39236-6092

EUGENE KRUEGER: 12277 KELD COURT, SAN DIEGO, CA 92129

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ARTICLE IX

Incorporator

The name and address of the original incorporator of this corporation is: Bruce Lamchick, 9130 S. Dadeland Blvd., Suite 1101, MIAMI, Florida 33156.

ARTICLE X

Amendments to Articles of Incorporation

The corporation reserves the right to amend or repeal any amendment contained in the Articles of Incorporation, or to add to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 19 day of August, 1996.

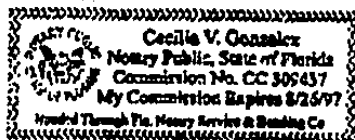
Bruce Lamchick
Bruce Lamchick

STATE OF FLORIDA:
 :SS
COUNTY OF DADE :

I HEREBY CERTIFY that on the 19 day of August, 1996, before me a Notary Public duly authorized to take acknowledgements in the State and County aforesaid, personally appeared BRUCE LAMCHICK, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me he subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the County and State last aforesaid this 19 day of August, 1996.

Cecilia V. Gonzalez
NOTARY PUBLIC
STATE OF FLORIDA
MY COMMISSION EXPIRES:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

#96000011465

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

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

First, that MEGAS MARKETING GROUP, INC. desiring to organize under the laws of the State of Florida within its principal offices, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named as its agent to accept services within this state.

BRUCE LAMCHICK, ESQUIRE
9130 S. DADELAND BLVD., #1101
MIAMI, FLORIDA 33156

ACKNOWLEDGMENT:

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


BRUCE LAMCHICK
Registered Agent

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