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FEE & KOBLEGARD, P.A.

ATTORNEYS AT LAW

401-A SOUTH INDIAN RIVER DRIVE
FORT PIERCE, FLORIDA 34950

FRANK H. FEE, III
R. N. KOBLEGARD, III -
Board Certified Civil Trial Lawyer

FRANK FEE (1913-1983)
OTIS R. PARKER, JR. (1910-1982)

TELEPHONE
(561) 461-5020

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(561) 468-8461

August 27, 1995

Secretary of State
State of Florida
Division of Corporations
The Capitol
Tallahassee, Florida 32301

400001939074
-09/04/96--01081--003
****122.50 ****122.50

Re: Valumark, Inc.

Gentlemen:

Enclosed please find an original and one (1) executed copy of the Articles of Incorporation for the above proposed corporation. Also enclosed is our check in the amount of \$122.50 representing the following:

Filing Fee	\$35.00
Registered Agent	35.00
Certified Copy	52.50
	<u>\$122.50</u>

After filing, please return the certified copy to the undersigned.

Thank you for your time and assistance in this matter.

Very truly yours,


Frank H. Fee, III

FHF:keb
Enclosures

SEP 05 1996

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP -3 AM 8:06

FILED

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96 SEP -3 AM 0:06
FLA
TALLAHASSEE

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
VALUMARK, INC.

The undersigned, VINCENT A. LLOYD, competent to contract, for the purposes of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such Corporation:

- FIRST:** The name of the proposed corporation is
VALUMARK, INC.
- SECOND:** The Corporation is formed for the purpose of engaging in a regional courier service, and marketing and advertising businesses. The Corporation may further engage in any activity or business permitted under the laws of the United States of America and of the State of Florida
- THIRD:** The total number of shares of stock which the Corporation shall have authority to issue is Ten Thousand (10,000) shares, which shall be Common Stock. Par Value - \$1.00 per share.
- FOURTH:** The amount of capital with which the Corporation will begin business is \$500.00.
- FIFTH:** This Corporation is to exist perpetually.
- SIXTH:** The Corporation's principal office and mailing address is 201 South Second Street, Post Office Box 4382, Fort Pierce, FL 34948.
- SEVENTH:** The street address of the initial registered office of the proposed Corporation in the State of Florida is 201 South Second Street, Ft. Pierce, FL 34950, and the name of its initial registered agent is Rita A. Lienhard.
- EIGHTH:** The number of Directors constituting the initial Board of Directors of the Corporation shall be not less than one (1), nor more than nine (9). The name and address of the members of the first Board of Directors, who shall hold

office for the first year of existence of the Corporation
or until their successors are elected or appointed and
have qualified, is:

<u>Name</u>	<u>Address</u>
Vincent A. Lloyd	201 S. Second Street Fort Pierce, FL 34950
Fred C. Lienhard	201 S. Second Street Fort Pierce, FL 34950

NINTH:

The name and address of the Incorporator is:

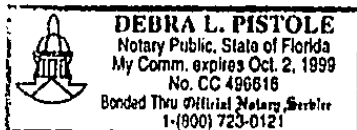
<u>Name</u>	<u>Address</u>
Vincent A. Lloyd	201 S. Second Street Fort Pierce, FL 34950

IN WITNESS WHEREOF, I have executed these Articles of Incorporation in duplicate on
28th August, 1996.

Vincent A. Lloyd
Vincent A. Lloyd

STATE OF FLORIDA
COUNTY OF ST. LUCIE

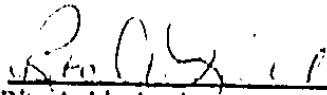
I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 28th
day of August, 1996, by Vincent A. Lloyd, who is personally known to me and
who did not take an oath.



Debra L. Pistole
Debra L. Pistole, NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
My Commission Expires: 10/2/99
My Commission Number: CC 496616

ACCEPTANCE BY REGISTERED AGENT

I, RITA A. LIENHARD, having been designated to act as Registered Agent, hereby agree to act in this capacity.



Rita A. Lienhard

FILED
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FBI - NEW YORK