

1201 HAYS STREET
TAMPA, FLORIDA 33601-1101
813-222-0000
04-22-93 FAX

000-112-808

PA6000080451



PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 087141 116593B

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 16, 1996

ORDER TIME : 1:50 PM

ORDER NO. : 087141

CUSTOMER NO: 116593B

CUSTOMER: Nicola L. Zagarolo, Esq
STEARNS & ZAGAROLO, P.A.

2424 Northeast 22nd Street

Pompano Beach, FL 33062

000001948410
-09/17/96--01002--007
****122.50 ****122.50

DOMESTIC FILING

NAME: DIRECT EXPRESS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

612.502.672
W96-19504

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 16 PM 3:19

RECEIVED
96 SEP 16 PM 2:55
DIVISION OF CORPORATIONS
9/27/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 17, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: DIRECT EXPRESS, INC.
Ref. Number: W96000019504

RESUBMIT

Please give original
submission date as file date.

We have received your document for DIRECT EXPRESS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 596A00042985

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 16 PM 3:19

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96 SEP 27 PM 2:02
DIVISION OF CORPORATIONS

Articles Of Incorporation Of Direct Info., Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
26 SEP 16 PM 3:19

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract in the state of Florida, hereby proceeds to form a corporation in accordance with the laws of the State of Florida and hereby adopts the following articles of incorporation for such corporation:

ARTICLE I. NAME

The name of this Corporation is:

Direct Info., Inc.

ARTICLE II. PURPOSE AND NATURE OF BUSINESS

The purpose of the Corporation and the nature of its business are as follows:

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. Said corporation may specifically engage in Direct Marketing and function as a direct marketing company geared to develop unique informational and entertaining materials. To generally engage in and carry on any business incidental thereto; to do any and all other things and to exercise any and all powers which a Florida Corporation, by authority and by law, does or exercises; to construct, lease, purchase or otherwise acquire real estate or personal property of any nature, or any interests therein, without limit as to amount or value, reasonably necessary or convenient for effecting or furthering any or all of the purposes and powers, to do any and all things and exercise any and all powers necessary, convenient, or advisable to accomplish one or more of the purposes of the corporation, or which shall at any time appear to be for the benefit of the corporation in connection therewith, which may now or hereafter be lawful for the corporation to do or exercise under and pursuance of the laws of the State of Florida and the United States.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock of the Corporation is authorized to have outstanding at any one time is 1000 shares having a par value of one dollar per share. Such shares shall be of a single class of common stock.

ARTICLE IV. DURATION

The Corporation shall have perpetual existence.

ARTICLE V. ADDRESS AND AGENT

The street address of the principal and initial registered office of the corporation is 4318 Palm Forest Drive South, Delray Beach, Florida 33445.

The name of its Initial Registered Agent for the corporation is:

NICOLA L. ZAGAROLO
Attorney at Law
2424 N.E. 22nd Street,
Pompano Beach, Florida 33062
(305) 781-8000
(305) 946-4922

The Board of Directors may from time to time move the office to any other address in the State of Florida and change the registered agent.

ARTICLE VI. DIRECTORS

The Corporation shall be managed by a Board of Directors of at least one (1) Director. This corporation shall have one (1) Directors initially. The number of Directors may be increased or diminished from time to time through the By-Laws adopted by the stockholders, but shall never be less than one (1). The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors and Initial Officer is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>POSITION</u>
Mr. Patrick Tribby	4318 Palm Forest Drive South Delray Beach, Florida 33445	Director/President

ARTICLE VII. SUBSCRIBERS

The name and address of the Subscriber, who is the incorporator of this Corporation, is as follows:

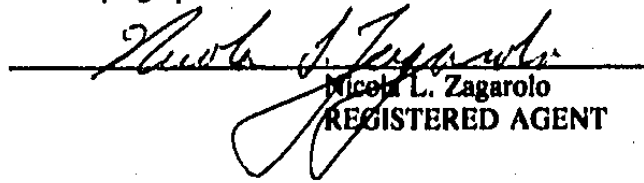
Mr. Patrick Tribby
4318 Palm Forest Drive South
Delray Beach, Florida 33445

ARTICLE VIII. RESTRAINT ON ALIENATION

No shareholder may sell or transfer his share of the corporation except to another

ACKNOWLEDGMENT OF REGISTERED AGENT FOR
DIRECT INFO., INC.

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


Nicola L. Zagarolo
REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 16 PM 3:19

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

IN COMPLIANCE WITH 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

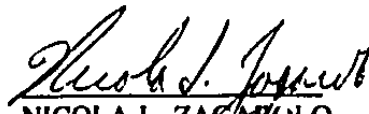
FIRST THAT Direct Info., Inc. DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT 4318 PALM FOREST DRIVE SOUTH, DELRAY BEACH,
FLORIDA 33445, HAS NAMED NICOLA L. ZAGAROLO, ESQUIRE, OF 2424 N.E. 22ND
STREET, POMPANO BEACH, FLORIDA 33062, AS REGISTERED AGENT TO ACCEPT
SERVICE WITHIN FLORIDA.


PATRICK TRIBBY
CORPORATE OFFICER

TITLE: Pres.
DATE: 9/12/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 16 PM 3:19

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 I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.


NICOLA L. ZAGAROLO
REGISTERED AGENT

9/12/96
DATE