

LAW OFFICE OF
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NEW SMYRNA BEACH, FLORIDA 32169-8239

FLORIDA BAR BOARD CERTIFIED
REAL PROPERTY LAWYER

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October 3, 1996
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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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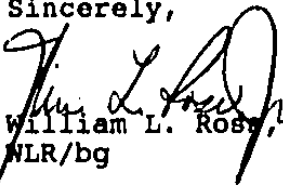
Re: Oline Marketing, Inc.

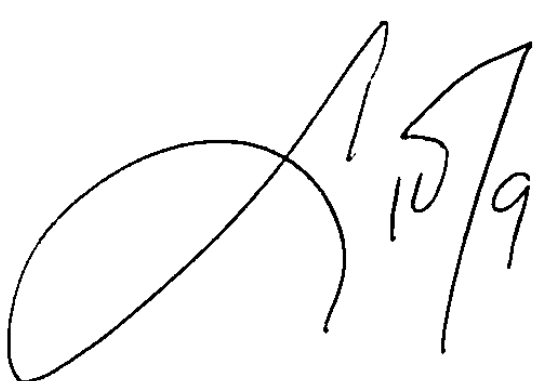
Dear Sir:

Please find enclosed Articles of Incorporation of OLINE MARKETING, INC., along with my check in the amount of \$122.50 for filing. Please send to me a certified copy of the Articles.

Thank you for your assistance in this matter.

Sincerely,


William L. Ross, Jr.
WLR/bg



FILED
96 OCT -4 PM 5:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
OLINE MARKETING, INC.**

96 OCT -4 PM 5:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

I, the undersigned, being of full age, sui juris and a citizen of the United States, hereby file these Articles for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, privileges and immunities of a corporation for profit.

ARTICLE I

The name of this corporation shall be OLINE MARKETING, INC.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, but is primarily designed to engage in the marketing of consumer products.

ARTICLE III

The total authorized capital stock of this corporation shall be 1000 shares of common stock of par value of \$1.00 per share. Said stock shall be paid for in cash or property, labor or services at a just valuation to be fixed by the incorporator in the manner provided for by statutes, and the stock shall be issued in accordance with such valuation.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be not less than Five Hundred (\$500.00) Dollars.

ARTICLE V

The corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VI

The principal place of business and general office of this corporation shall be at 221 North Causeway, New Smyrna Beach, Florida 32169, but it may maintain offices and transact business at such other places, either within or without the State of Florida, as the Board of Directors may from time to time provided by resolution. The registered agent for the corporation shall be William L. Ross, Jr., whose business office is located at 221 North Causeway, New Smyrna Beach, Florida, which office is hereby designated as the registered office of the corporation.

ARTICLE VII

The business of the corporation shall be conducted by a president, a vice-president, a secretary and treasurer, and a board of directors not less than the minimum required by law, or more than five, the exact number to be determined by the by-laws of the corporation. Only the president need be a stockholder of this corporation. All stockholders shall possess voting power. Each of the above designated officers, as well as the board of directors, shall be elected at the annual meeting of the stockholders, and

shall hold office until their successors are elected or appointed, unless otherwise provided in the by-laws. The name and street address of the first officers and director of the corporation is:

President, Vice-President
Secretary, Treasurer,
and Director

Melvin J. Gomez
P. O. Box 2275
New Smyrna Beach, FL 32170

ARTICLE VIII

The highest amount of indebtedness to which this corporation may at any time subject itself shall be unlimited.

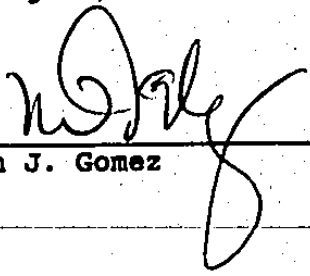
ARTICLE IX

The name and post office address of the sole incorporator of this corporation and the amount of stock subscribed for by him is as follows:

Melvin J. Gomez
P. O. Box 2275
New Smyrna Beach, FL 32170

500 shares

IN WITNESS WHEREOF, I have hereunto set my hand and seal to the foregoing Articles of Incorporation, and acknowledged this instrument to be filed in the office of the Secretary of State, State of Florida, this 22nd day of August, 1996.



Melvin J. Gomez

STATE OF FLORIDA
COUNTY OF VOLUSIA

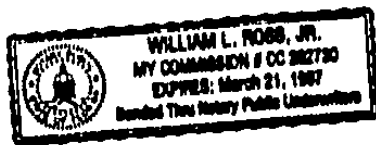
I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and acknowledgments, personally appeared MELVIN J. GOMEZ, who produced a California driver's license as identification, known to be the person described in and who acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state last aforesaid this 22nd day of August, 1996.



Notary Public

My commission expires:



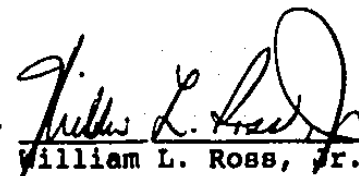
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, AND NAMING AGENT UPON WHOM
SERVICE MAY BE SERVED

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

That OLINE MARKETING, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, in New Smyrna Beach, County of Volusia, State of Florida, has named WILLIAM L. ROSS, JR., located at 221 North Causeway, New Smyrna Beach, Florida 32169, as its agent to accept service of process within this state. Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

DATED this 22nd day of August, 1996.

Accepted by


William L. ROSS, Jr.

96 OCT -1, PM 5:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED