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Bruce A. Koebe, P.A.
Attorney and Counsellor at Law

2477 N.E. Dixie Highway
Jensen Beach, Florida 34957-5959
407-334-4700 FAX: 407-334-6137

November 8, 1996

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

Re: Incorporation of Garvey Marketing International, Inc.

Dear Sir or Madam:

Please find enclosed herein an original and one copy of a proposed set of Articles of Incorporation, an original and one copy of a Registered Agent's Certificate, as well as my trust account check payable to your order in the amount of \$122.50.

If everything is acceptable to you and after you have issued your Corporate Charter, please forward a certified copy of the Charter to me at your earliest convenience. In the event the proposed Corporate Name is not available or there are any other problems with the enclosed documents, please feel free to contact me by telephone, calling collect if necessary.

As always, your most helpful and courteous assistance is greatly appreciated.

Very truly yours,


Bruce A. Koebe

BAK/jmw
Enclosures

cc: Mrs. Bonnie Garvey

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 13 AM 11:30

11/18/96

EFFECTIVE DATE

11/7/96

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS

96 NOV 13 AM 11:30

ARTICLES OF INCORPORATION

OF

GARVEY MARKETING INTERNATIONAL, INC.

ARTICLE I. Name. The name of this corporation is GARVEY MARKETING INTERNATIONAL, INC.

ARTICLE II. Commencement and Duration. This corporation is to commence its corporate existence on the date of subscription and acknowledgement of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III. Purposes. This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. Stated Capital. This corporation is authorized to issue five thousand (5,000) shares of common stock.

ARTICLE V. Board of Directors. All corporate power shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors. This corporation shall have one director constituting its initial board of directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one director. The name and address of the initial director of this corporation is:

Name

Address

Bonnie Garvey

124 S. Sewalls Point Road
Sewalls Point, FL 34996

ARTICLE VI. Indemnification. This corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VII. ByLaws. The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors.

ARTICLE VIII. Amendment. These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE IX. Incorporator. The name and address of the Incorporator to these articles of incorporation is:

<u>Name</u>	<u>Address</u>
Bonnie Garvey	124 S. Sewalls Point Road Sewalls Point, FL 34996

ARTICLE X. Initial Registered Office and Agent. The street address of the initial registered office of the corporation is 2477 N.E. Dixie Highway, Jensen Beach, Florida 34957 and the name of the initial registered agent of the corporation at that address is Bruce A. Koebe.

ARTICLE XI. Preemptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII. Corporation Street Address. The street of the principal office of the Corporation is 2477 N.E. Dixie Highway, Jensen Beach, Florida 34957.

IN WITNESS WHEREOF, the undersigned, as Incorporator, hereby executes these articles of incorporation this 20 day of November, 1996.

 (SEAL)
BONNIE GARVEY

STATE OF FLORIDA)
) ..ss..
COUNTY OF MARTIN)

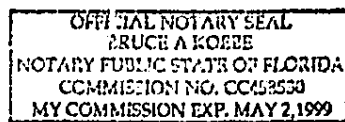
Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements, personally appeared Bonnie Garvey, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 2nd day of
November, 1996 at Jensen Beach, Martin County, Florida.



Bruce A. Koebe
Notary Public
State of Florida
Commission No.: CC458530

My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 NOV 13 AM 11:30

REGISTERED AGENT'S CERTIFICATE DESIGNATING
PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE.
NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED

Pursuant to Section 607.0501, Florida Statutes, and other applicable law, the following is submitted:

GARVEY MARKETING INTERNATIONAL, INC. desiring to organize under the laws of the State of Florida, with its registered office located at 2477 N.E. Dixie Highway, Jensen Beach, Florida 34957, has named Bruce A. Koebe located at 2477 N.E. Dixie Highway, Jensen Beach, Florida 34957 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, Bruce A. Koebe hereby represents that he is familiar with, and accepts, the obligations of that position.


Bruce A. Koebe