

December 18, 1996

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

P970000000965

SUBJECT: **Marketing Sciences, Inc.**

100002041621--9
-12/31/96--01013--007
****131.25 ****131.25

Enclosed is an original and two(2) copies of the articles of incorporation and a check for:

\$131.25, for filing fees, certified copy, and certificate.

FROM: Lee A. Beaulieu
3407 Fountain Circle
Montgomery, AL 36116-1407

(334) 260-8524

FILED
96 DEC 30 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be: **Marketing Sciences, Inc.**

ARTICLE II: PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be:

**Marketing Sciences, Inc.
3407 Fountain Circle
Montgomery, AL 36116-1407**

ARTICLE III: SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is three million (3,000,000) shares of common stock having a par value of \$0.0001 per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Stephen A. Rich
175 North Berthe Avenue
Panama City, FL 32401**

ARTICLE V: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

**Lee A. Beaulieu
1407 Fountain Circle
Montgomery, AL 36116-1407**

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ARTICLE VI: PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the applicable General Corporation Law of the State of Florida.

ARTICLE VI: LIMITATION OF LIABILITY

Each director, stockholder, and officer, in consideration for his services, shall, in the absence of fraud, intentional misconduct, or a knowing violation of the law, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

The undersigned incorporator has executed these Articles of Incorporation this 18th day of December, 1996.


Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is **Marketing Sciences, Inc.**
2. The name and address of the registered agent and office is:

Stephen A. Rich
175 North Berthe Avenue
Panama City, FL 32401

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

12/24/96
(DATE)