

JANUS ENTERPRISES

Post Office Box 770631
Coral Springs, Florida 33077

P97000010110

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: ~~JANUS ENTERPRISES, INC.~~

Gentlemen:

200002062482--9
-01/17/97-01117-013
****122.50 ****122.50

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50. Please forward a copy of the filed Articles to Janus Enterprises, Inc. at the above referenced address.

Very truly yours,

Mary Lou Dolan

MARY LOU DOLAN
Sr. Vice President

LD/me
Enclosures

97 JAN 31 PM 5:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

1/31
[Signature]



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 24, 1997

JANUS ENTERPRISES
% MARY LOU DOLAN
P.O. BOX 770631
CORAL SPRINGS, FL 33077

SUBJECT: JANUS ENTERPRISES, INC.
Ref. Number: W97000001805

We have received your document for JANUS ENTERPRISES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 397A00003677

JANUS MARKETING

Post Office Box 770631
Coral Springs, Florida 33077

January 29, 1997

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

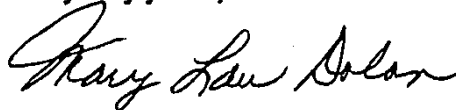
RE: JANUS MARKETING, INC.

Gentlemen:

Enclosed is an original and one (1) copy of the articles of incorporation for Janus Marketing, Inc. The filing fee has already been paid as Articles were sent to your office for Janus Enterprises, Inc., but were rejected. Your reference number is W97000001805.

Please forward a copy of the filed Articles to Janus Marketing, Inc. at the above referenced address in the Federal Express return envelope which has been enclosed.

Very truly yours,



MARY LOU DOLAN
Sr. Vice President

LD/me
Enclosures

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

FILED
97 JAN 31 PM 5:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is **JANUS MARKETING, INC.**, located at 2960
Riverside Drive, Coral Springs, Florida 33065.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing
of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful
business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common
stock which shall be designated "Common Shares".

ARTICLE V - 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 VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2960 Riverside Drive, Coral Springs Florida 33065 and the name of the initial registered agent of this corporation at that address is DIANA BUTCHER.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the by-laws. The names and addresses of the initial Board of Directors of this corporation are:

| | |
|----------------|---|
| DIANA BUTCHER | 2960 Riverside Drive Coral Springs, Florida 33065 |
| MARY LOU DOLAN | 10271 N.W. 16th Court Coral Springs, Florida 33071 |

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

| | |
|---------------|--|
| DIANA BUTCHER | 2960 Riverside Drive Coral Springs, Florida 33065 |
|---------------|--|

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of JANUARY, 1997.

Diana Butcher
DIANA BUTCHER

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DIANA BUTCHER, known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 29 day of JANUARY, 1997.



MARY LOU DOLAN
My Commission OC443089
Expires Mar. 02, 1999
Bonded by HAI
800-422-1555

Mary Lou Dolan
NOTARY PUBLIC (Sign)
MARY LOU DOLAN
NOTARY PUBLIC (Print)

My Commission Expires:

(SEAL)

**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 SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT JANUS MARKETING, INC. desiring to organize or qualify under the laws of
the State of Florida, with its principal place of business at 2960 Riverside Drive, Coral
Springs, Florida 33065 has named DIANA BUTCHER, located at 2960 Riverside Drive,
Coral Springs, Florida 33065 as its agent to accept service of process within Florida.

DATED: JANUARY 29, 1997.


DIANA BUTCHER, President

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
PERFORMANCE OF MY DUTIES.

DATED: JANUARY 29, 1997.


DIANA BUTCHER, Registered Agent

FILED
9 JAN 31 PM 5:15
TALLAHASSEE FLORIDA
SECRETARY OF STATE