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Florida Division of Incorporation  
409 East Gaines  
Tallahassee, FL 32399

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-01/29/97--01084--005  
\*\*\*122.50 \*\*\*122.50

Dear Madams and Sirs:

Please accept this letter as indication that Thomas D. Spiller is filing with the State of Florida for Incorporation. Enclosed within is my home address: 5664 Baywater Dr. Tampa, FL 33615. Please direct any correspondence to this address. You may also reach him by phone (813)891-0692 during day time hours. You are also receiving a check in the amount of \$122.50 intended for filing for incorporation as well as a regular letter and a certified letter. The Articles of Incorporation are also enclosed. Should you need additional information, please do not hesitate to utilize the methods mentioned above.

Thank you for your consideration.

5664 BAYWATER  
TAMPA, FLA  
33615

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JAN 29 AM 11:42

Thomas Spiller GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Corp. Super  
DATE 2/3/97  
DOC. EXAM. cf

cf 2/3/97

ARTICLES OF INCORPORATION  
OF  
T L S Marketing INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JAN 29 AM 11:42

The undersigned, for the purpose of forming a cooperation under the Florida General Cooperation Act, hereby adopts the following:

ARTICLE I - NAME

The name of this cooperation is T L S Marketing INC.

ARTICLE II - PURPOSE

The corporation is organized for the purpose of transacting any and all business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) shares at \$1.00 par value common stock.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the officers and directors of the corporation. The officers and directors may take action by written consent without a meeting as provided by law and may participate in meetings by means of conference as provided by law. The name(s) of the initial officer(s) is Thomas D. Spiller.

ARTICLE VI - BY LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors of this corporation.

ARTICLE VII - INITIAL REGISTERED AGENT

The name of the initial Registered Agent of this corporation is Thomas D. Spiller.  
5664 Baywater Drive, Tampa, FL 33615

ARTICLE VIII - INDEMNIFICATION

The corporation any elect to be treated as a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Thomas D. Spiller, 5664 Baywater Dr., Tampa, FL 33615

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22 day of January, 1997.

Thomas D. Spiller  
\_\_\_\_\_, Signing Officer

STATE OF FLORIDA )

COUNTY OF HILLSBOROUGH

BEFORE ME, A Notary Public authorized to take acknowledgments, in the State and County aforesaid, personally appeared (Thomas Spiller) known to me and by me to be the person who executed the foregoing Articles of Incorporation, and s/he acknowledged before me that s/he executed the same for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 22 day of January, 1997.

Tessa D. Judd  
\_\_\_\_\_  
Notary Public, State of Florida at large

My Commission Expires:



TESSA D. JUDD  
MY COMMISSION # CC46830 EXPIRES  
August 20, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE IX - CORPORATE ADDRESS

The initial address in the State of the principal office of the corporation shall be:  
5664 Baywater Dr., Tampa, FL 33615

#### CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 of the Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designation registered agent/registered office, in the State of Florida.

1. The name of the Corporation is: T L S Marketing INC.
2. The name and address of the registered agent of Office is: Thomas D. Spiller

Signature of Corporate Officer  
Thomas D. Spiller  
President

Date 17 JAN 97

Having been named to accept service of process above stated corporation, at the place designated in the certificate, I hereby agree to act in this capacity and I further agree to comply with the performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

Thomas D. Spiller  
Signature of Registered Agent

Date 17 JAN 97

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

#### ARTICLE X - AMENDMENT

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

#### ARTICLE XI - SUB-CHAPTER S CORPORATION

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