AKSELL & VARGO A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS ATTORNEYS AND COUNSELLORS AT LAW 200 BOUTH NNOWLES AVENUE P.O. BOX 13125 WINTER PARK, FL 33795-3126 TELEFHONE (447) 748-5325 FAX (447) 748-7328

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REAL ESTATE BUSINESS TRANSACTIONS CIVIL TRIAL PRACTICE CONSTRUCTION LAW FORECLOSURE BANKRUFTCY LANDLORD / TENANT PUBLIC HOUSING

Florida Division of Corporations P.O. 6327 Tallahassee, Fl. 32314

Re: Filing Articles of Incorporation

To Whom It May Concern:

Enclosed for filing are the Articles of Incorporation for:

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Impact Marketing Group, Inc.

Also enclosed is a check in the amount of \$122.50 as the filing fee, which I understand includes your returning a Certified Copy of the Articles of Incorporation after filing. Please return the Certified Copy of the Articles to me at the above address.

Sincerely,

Man & Stend

Allan C. Aksell

ARTICLES OF INCORPORATION OF **Impact Marketing Group, Inc.**

ARTICLE I: NAME The name of this Corporation shall be "Impact Marketing Group, Inc."

ARTICLE II: DURATION

The Corporation shall have a perpetual existence.

ARTICLE III: PURPOSE

The purpose of this Corporation shall be to engage in any activities or businesses permitted under the Laws of the United States, the State of Florida, and any other State where so authorized.

ARTICLE IV: CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is TEN THOUSAND (10,000) shares of common stock having no par value (ZERO DOLLARS per share).

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial principal office, registered office and mailing address of this Corporation shall be 2410 Canterclub Trail, Apopka, Florida 32712; and the initial registered agent of this Corporation at such office shall be Lawrence E. Bregel, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time with respect to keeping an office open for service of process.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of Two (2) members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no event shall the number of directors be less than ONE (1) nor more than THREE (3). The names and addresses of the directors constituting the initial Board of Directors are:

Name Lawrence E. Bregel Marc Ratner

Address 2410 Canterclub Trail, Apopka, Florida 32712 P.O. Box 10021, South Bend, Indiana 46680

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ARTICLE VII: PREEMPTIVE RIGHTS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this Corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

ARTICLE VIII: INCORPORATOR

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

Name

Address

Lawrence E. Bregel

2410 Canterclub Trail, Apopka, Florida 32712

As Incorporator and E

STATE OF FLORIDA) COUNTY OF ORANGE)

The foregoing Articles of Incorporation of Impact Marketing Group, Inc., were acknowledged before me on February <u>5</u>, 1997, by LAWRENCE E. BREGEL, as Incorporator and Director.

Notary P SHELLEY KAERCHER COMMISSION # CC 4552 My comm ÉXPIRES: April 29, 1989 Bonded Thru Notary Public Und

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Impact Marketing Group, Inc., at the place designated in the Articles of Incorporation, LAWRENCE E. BREGEL acknowledges that he is familiar with and accepts the obligations to act in this capacity and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

By

Print Name: Date:

As Registered Agent Lawrence E. Bregel February ____, 1997

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