

P97000020819 ^{3/4/97}

Dear Bobbi,

Please find enclosed (1) original and (1) copy of the articles of incorporation for two separate corporations. I've included two separate checks for \$131.25 each to cover the certificate of status of \$8.75, filing fee of \$35.00, registered agent destination fee of \$35.00 and certified copy fee of \$52.50.

Bobbi, as we discussed by phone please call me at 561-362-5856 as soon as possible so I can enter the date of incorporation on my form 2553 for each company to qualify as an "S" corporation. My deadline is March 15. If for some reason I don't answer the phone kindly leave me a message. My address (if you need it) is: 6549 Somerset Drive suite # J107 Boca Raton FL 33433

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Thanks so much for all your help in answering questions and being so patient.

Best regards,

Freddy Mills

FREDDY J. MILLS II

6549 SOMERSET DRIVE SUITE # J107
BOCA RATON, FL. 33433

PC 3/6

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR -6 PM 3:38

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

CHAMBERLAIN MARKETING ASSOCIATES INC.

ARTICLE II PRINCIPAL OFFICE

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

6549 SOMERSET DRIVE SUITE # J107
BOCA RATON, FL. 33433

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ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

FREDDY J. MILLS II
6549 SOMERSET DRIVE SUITE # J107
BOCA RATON, FL. 33433

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

WENDY L. MAUS

6549 SOMERSET DRIVE SUITE #J107

BOCA RATON, FL. 33433

FREDDY J. MILLS II

6549 SOMERSET DRIVE SUITE #J107

BOCA RATON, FL. 33433

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

4TH day of MARCH, 19 97

(An additional article must be added if an effective date is requested.)

Wendy L. Maus
Signature

Freddy J. Mills II
Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**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 Chamberlain Marketing Associates Inc.

2. The name and address of the registered agent and office is:

FREDDY J. MILLS II

(NAME)

6549 SOMERSET DRIVE SUITE #J104

(P. O. Box or Mail Drop Box NOT ACCEPTABLE)

BOCA RATON, FL. 33433

(CITY/STATE/ZIP)

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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.

Freddy J. Mills II
(SIGNATURE)

3/4/97
(DATE)