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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

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PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: R.E. POSITIVE MARKETING INC.

AUDIT NUMBER.....H97000004965

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 25, 1997

DANIEL KUAFMAN ESQ.

SUBJECT: R.E. POSITIVE MARKETING INC.
REF: W97000006912

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Terri Buckley
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

P.02/05

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**ARTICLES OF INCORPORATION
OF
R.E. POSITIVE MARKETING INC.**

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ARTICLE ONE

The name of the Corporation is R.E. POSITIVE MARKETING INC.

ARTICLE TWO

The principal office and mailing address of the Corporation is 3076 South Oak Forest Drive, Suite 501, Oakland Park, FL 33309.

ARTICLE THREE

The duration of the Corporation is perpetual.

ARTICLE FOUR

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE FIVE

The aggregate number of shares which the Corporation shall have authority to issue is 500 shares of the par value of \$1.00 (one dollar) each.

ARTICLE SIX

The street address of the Initial Registered Office of the Corporation is 3076 S. Oak Forest Drive, Suite 501, Oakland park, FL 33309. and the name of its initial Registered Agent at that address is Rene Resek.

Daniel I. Kaufman, Esq.
2423 Hollywood Blvd.
Hollywood, FL 33020
(305) 922-1978
FL. Bar # 890286

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ARTICLE SEVEN

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial Director is as follows:

Rene Resek

3076 S. Oak Forest Dr. #501
Oakland park, FL 33309

Evelyn Resek

3076 S. Oak Forest Dr. #501
Oakland park, FL 33309

ARTICLE EIGHT

The name and address of the Incorporator is as follows:

Rene Resek

3076 S. Oak Forest Dr. #501
Oakland park, FL 33309

ARTICLE NINE

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 TEN

In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after that date, then corporate existence shall commence upon filing by the Department of State.

ARTICLE ELEVEN

In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is on the 25 day of March __, 1997.

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IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 25 day of March, 1997.

Rene Resek
INCORPORATOR

STATE OF FLORIDA }
COUNTY OF BROWARD }

Before me personally appeared Daniel Kaufman, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 25 day of March, 1997.

 DANIEL KAUFMAN
COMMISSION # CC 402389
EXPIRES AUG 22, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.
My commission
expires: _____

[Signature]
Notary Public, State of Florida
at Large.

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TALLAHASSEE, FLORIDA

Personally Known X OR Produced Identification _____
Type of Identification Produced _____

ACCEPTANCE BY DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

Rene Resek
Rene Resek

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Dated: March, 25, 1997.