

LAW OFFICE OF
H. VERNON DAVIDS, P.A.

H. VERNON DAVIDS
Attorney at Law

165 WEST GREEN STREET
ENGLEWOOD, FLORIDA 34223

March 24, 1997

(941) 475-7922

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Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32344

Re: Family Marketing Group, Inc.
Articles of Incorporation

Gentlemen:

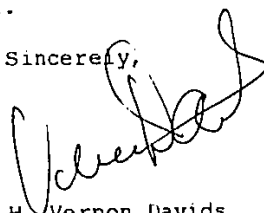
I am enclosing an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the amount \$70.00 is enclosed, which represents the incorporation fee.

Please file the original of the enclosed Articles of Incorporation and provide me with a stamped copy.

Also enclosed is a stamped, self-addressed envelope for your convenience in returning the stamped copy and receipt.

Thank you for your assistance herein.

Sincerely,



H. Vernon Davids

HVD/hir
Enc.

FILED
97 MAR 25 11 09 AM
TALLAHASSEE, FL

Vernon GAVE
AUTHORIZATION BY PHONE TO
CORRECT Add Ampton
under Signature 3-28-97
DATE P. Callaway
DOC. EXAM

**ARTICLES OF INCORPORATION
OF
FAMILY MARKETING GROUP, INC.**

FILED
97 MAR 25 AM 9:30
SECRET
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

**ARTICLE ONE
NAME**

The name of the corporation is FAMILY MARKETING GROUP, INC.

**ARTICLE TWO
DURATION**

The term of the existence of the corporation is perpetual.

**ARTICLE THREE
PURPOSE**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is 1,800, all of which shall be common shares with a par value of \$1.00 per share.

**ARTICLE FIVE
PREEMPTIVE RIGHTS PRESERVED**

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

**ARTICLE SIX
REGISTERED AND PRINCIPAL OFFICE**

The street address of the initial office of the corporation is 165 West Green Street, Englewood, Florida 34223, and the name of the initial registered agent at such address is H. Vernon Davids. The address of the principal office of the corporation is 165 West Green Street, Englewood, Florida 34223 and the mailing address is the same.

**ARTICLE SEVEN
DIRECTORS**

The board of directors of the corporation shall consist of not less than one nor more than three members.

**ARTICLE EIGHT
INCORPORATORS**

The name and address of the incorporator is H. Vernon Davids, 165 West Green Street, Englewood, Florida 34223. Subscribed signature below acknowledges acceptances as Registered Agent.

IN WITNESS WHEREOF, I have subscribed by name this 24th day of March, 1997.

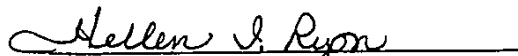


H. Vernon Davids
Incorporator / Registered Agent

STATE OF FLORIDA
COUNTY OF SARASOTA

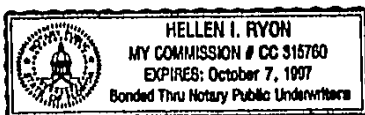
On 24th day of March, 1997, before me the undersigned officer, personally appeared H. Vernon Davids, known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Hellen I. Ryon
Notary Public, State of Florida at Large

My Commission Expires:



FILED
97 MAR 25 14 9 30
TALLAHASSEE FLORIDA