

WIENER^A_ND WIENER^D LLP

LAW OFFICES

SUITE 400
COMMONWEALTH BUILDING
HAMILTON STREET
ALLENTOWN, PENNSYLVANIA 18101
PHONE - (610) 821-8000
TELEFAX - (610) 821-8633

May 6, 1997

FLORIDA OFFICE:
FORUM III - SUITE 900
1655 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FLORIDA 33401
PHONE - (561) 689-6660
TELEFAX - (561) 683-1559

Department of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

RE: TMG Marketing Co., Inc.

700002173077--8
-05/09/97--01086-014
****122.50 ****122.50

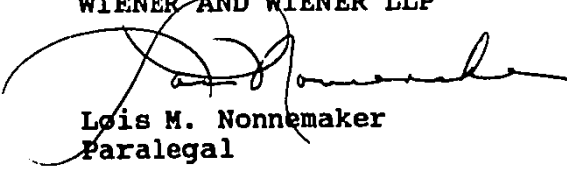
Gentlemen:

Enclosed please find Articles of Incorporation for the above referenced corporation together with check of this office made payment to the Department of State in the amount of \$122.50 representing the filing fees.

It shall be appreciated if you would forward to our office a certified copy of the Articles as soon as conveniently possible.

Sincerely yours,

WIENER AND WIENER LLP


Lois M. Nonnemaker
Paralegal

lmn
Enclosures

FILED
97 MAY -9 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

TMG MARKETING CO., INC.

FILED
97 MAY -9 PM 2:39
SECRET
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of the corporation is TMG MARKETING CO., INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 3349 St. Malo Court, Palm Beach Gardens, FL 33410

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares, Common Stock, each with a par value of one (1) cent.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is Stephen W. Wiener, Esq., Wiener and Wiener LLP., Forum III - Suite 900, 1655 Palm Beach Lakes Boulevard, West Palm Beach, FL 33401.


ARTICLE V. INCORPORATORS

The name and street address of the incorporator of these articles of incorporation is Stephen W. Wiener, Esq., Forum III - Suite 900, 1655 Palm Beach Lakes Boulevard, West Palm Beach, FL 33401.

OPTIONAL PROVISIONS

N O N E

The undersigned has executed these articles of incorporation on the 6th day of May, 1997.



Stephen W. Wiener - Incorporator


DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, 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 TMG MARKETING CO., INC.
2. The name of the registered agent is Stephen W. Wiener.
3. The address of the registered agent/registered office is Forum III - Suite 900, 1655 Palm Beach Lakes Boulevard, West Palm Beach, FL 33401.

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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.



Stephen W. Wiener

Dated: 5/7/97

FILED
97 MAY -9 PM 2:39
TALLAHASSEE, FLORIDA