

GLENN T. SHELBY, P.A.

Attorney at Law
Certified Circuit Court Mediator

2323 South Florida Avenue • Lakeland, Florida 33803 • 941-888-5838

P97000058662

June 30, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
409 East Gaines Street
Tallahassee, FL 32399

400002228694--8
-07/02/97-01035--008
*****70.00 *****70.00

RE: Starr Group Public Relations
& Advertising, Inc.

Dear Secretary:

Enclosed please find the original Articles of Incorporation for Starr Group Public Relations & Advertising, Inc. Our check in the amount of \$70.00 is also enclosed for the filing fee.

Thank you very much.

Sincerely,

Glenn T. Shelby
GLENN T. SHELBY
(g)

GTS:awj
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL -2 AM 8:45

7-7-97
WLS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL -2 AM 8:45

ARTICLES OF INCORPORATION
OF
STARR GROUP PUBLIC RELATIONS & ADVERTISING, INC.

ARTICLE ONE
NAME

The name of the corporation is Starr Group Public Relations & Advertising, Inc.

ARTICLE TWO
CORPORATE DURATION

The duration of the corporation is perpetual from the date of incorporation.

ARTICLE THREE
PURPOSE

The general purpose for which the corporation organized is to provide full service public relations, advertising, and marketing support for select clients.

ARTICLE FOUR
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one hundred. Such shares shall be of a single class, and shall be without par value.

ARTICLE FIVE
REGISTERED OFFICE AND AGENT AND BUSINESS ADDRESS

The street address of the initial registered office of the corporation is 5728 Scott Lake Rd., Lakeland, FL 33813, and the name of the initial registered agent at such address is Sam C.

Yates. The business address is the same as the initial registered office address.

ARTICLE SIX
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one, although the corporation is authorized to have five directors. The name and address of the person who is to serve as member of the board of directors is:

Sam C. Yates
5728 Scott Lake Rd.
Lakeland, FL 33813

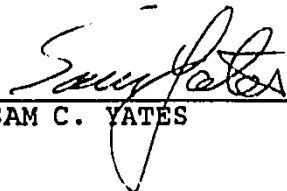
President/Secretary/
Treasurer/Director

ARTICLE SEVEN
INCORPORATOR

The name and address of the incorporator is:

Sam C. Yates
5728 Scott Lake Rd.
Lakeland, FL 33813

In witness whereof, for the purpose of forming this corporation under the laws of the State of Florida, I, have executed these Articles of Incorporation this 30 day of June, 1997.



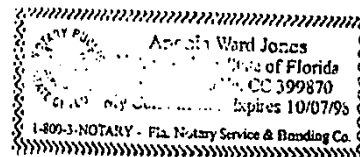
SAM C. YATES

STATE OF FLORIDA
COUNTY OF POLK

I hereby certify that on this day before me the undersigned authority, personally appeared SAM C. YATES, who produced a driver's license for identification and who did not take an oath, and who executed the foregoing instrument and acknowledged before me that he executed the same.

Witness my hand and seal in the above mentioned county and state this 30 day of June, 1997.

Angela Ward Jones
ANGELA WARD JONES, NOTARY PUBLIC
MY COMMISSION EXPIRES:

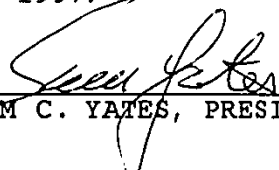


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA
NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:

Starr Group Public Relations & Advertising, Inc., with its place of business at 5728 Scott Lake Rd., Lakeland, FL 33813 has named Sam C. Yates located at 5728 Scott Lake Rd., Lakeland, FL 33813 as its agent to accept service of process within the State of Florida.

Dated this 30 day of June, 1997.



SAM C. YATES, PRESIDENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated this 30 day of June, 1997.



SAM C. YATES, REGISTERED AGENT

97 JUL -2 AM 8:45
SECRETARY OF STATE
DIVISION OF CORPORATIONS