

PA 700006/493
 Billy J. BECTON
 Requestor's Name

542 Orange Dr #21
 Address (407) 767-9385

ACTAMONTE Spgs FL 32701
 City/State/Zip Phone #

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 -07/16/97--01003--012
 ****210.00 *****70.00
 Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Market Support Systems, Inc
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

FILED
 97 JUL 16 AM 8:15
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

DIVISION OF CORPORATION
 97 JUL 16 AM 8:33

RECEIVED

Examiner's Initials PA 7/16/97

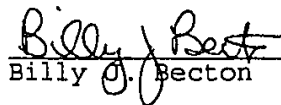
Secretary of State
Division of Corporations
P O Box 6327
Tallahassee, Fl 32314

Re: MARKETING SUPPORT SYSTEMS, INC.

Gentlemen:

Attached please find the original and one copy of the Articles of
of Incorporation of MARKETING SUPPORT SYSTEMS, INC. together with a
check in the amount of \$122.50. The amount of this check represents
the cost of the filing fees, Certified Copy of the Articles of
Incorporation and Fee for Registered Agent Designation of the above
named corporation.

Very truly yours,



Billy J. Becton

2501 South Bumby Avenue
Orlando, Florida 32806
Telephone (407)894-8510

FILED

ARTICLES OF INCORPORATION 97 JUL 16 AM 8:45
OF
MARKETING SUPPORT SYSTEMS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATION NAME

The name of the corporation is:

MARKETING SUPPORT SYSTEMS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue six thousand (6,000) shares of no par value Common Stock, which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

MARKETING SUPPORT SYSTEMS, INC.
2501 South Bumby Avenue
Orlando, Florida 32806

The name and street address of the Initial Registered Agent of the Corporation is:

Daniel J. Googins
2501 South Bumby Avenue
Orlando, Florida 32806

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director of the Corporation is as follows:

Billy J. Becton
2501 South Bumby Avenue
Orlando, Florida 32806

ARTICLE VII - OFFICERS

The Officers of the Corporation shall be elected by the Board of Directors of the Corporation at the organizational meeting of the newly elected Board following each annual meeting of the stockholders. New offices may be created, and appointment may be made therefor, and any office that may become vacant may be filled by the Board of Directors of the Corporation at any regular meeting of the Board or at any special meeting of the Board called for that purpose. The duties of the Officers of the Corporation shall be prescribed by the By-Laws. The Officers who shall serve during the first year of existence of the corporation, or until their successors are elected and have qualified, are as follows:

Billy J. Becton	President
Renate B. Googins	Secretary
Billy J. Becton	Treasurer

ARTICLE VIII - INCORPORATORS

The name(s) and address(s) of the Incorporator(s) signing these Articles of Incorporation are as follows:

Billy J. Becton
2501 South Bumby Avenue
Orlando, Florida 32806

ARTICLE IX - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Director and Officer, in consideration of his services, shall be indemnified, whether then in office or not, for the reasonable costs and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been an Officer of the Corporation or Director of the Corporation, whether or not wholly owned or by reason of any act or omission to act as such Director or Officer provided that he shall not have been derelict in the performance of his duty as to the matters or matter in respect of which claim is asserted or proceeding brought. The foregoing right of indemnification shall not be exclusive of any other rights to which any Director or Officer may be entitled as a matter of law.

ARTICLE X - RELATED PARTY INDEMNIFICATION

No contract or other transaction between the Corporation and any other Firm or Corporation shall be adversely affected or invalidated by reason of the fact that any one or more of the Directors or Officers of this Corporation has an interest in, or is a member, stockholder, director or officer of, any such other firm or corporation; and any director or directors or officer or officers, individually or jointly, may be a party or parties to, or may be interested in, any contract or other transaction of this corporation or in which this corporation

is interested, and no contract, act or transaction of this corporation with any other person or persons, association, firm, or corporation, shall be affected or invalidated by reason of the fact that any Director or Directors or Officer or Officers of this Corporation may be in anywise interested in, or gain from, such transactions with such entities, and each and every person who may become a Director or Officer of this Corporation is hereby relieved from any liability that might otherwise be deemed to exist from thus contracting with this Corporation for the benefit of himself or any entity in which he may be in anywise interested.

ARTICLE XI - PREEMPTIVE RIGHTS

Every shareholder, upon sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price which is offered to others.

ARTICLE XII - AMENDMENT OF ARTICLES OF INCORPORATION

These articles may be amended by unanimous consent of all the Incorporators at any time before the issuance of any shares of corporate stock. After the issuance of any of the shares of stock in this Corporation, these articles may be amended at a special meeting of the stockholders duly called for that

purpose or, provided that notice of such vote is on the published agenda of the meeting, at the Annual Meeting of stockholders or at any other duly called meeting of the stockholders of this Corporation by vote of the holders of at least seventy-five (75) percent of the shares of stock issued at the time the vote to amend these Articles is taken.

IN WITNESS WHEREOF, the undersigned subscriber(s) have

executed the Articles of Incorporation this 16th day of July, 1997.

Billy J. Best (SEAL)

CERTIFICATE AND ACKNOWLEDGMENT
OF
REGISTERED AGENT

FILED

97 JUL 16 AM 8:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT
OF
MARKETING SUPPORT SYSTEMS, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501,
the following is submitted:

The above corporation, desiring to organize under the laws
of the State of Florida with its registered office as
indicated in the Articles of Incorporation at:

2501 South Bumby Avenue
Orlando, Florida 32806

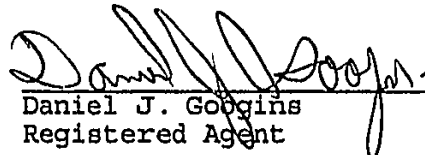
has named: Daniel J. Googins

located at: 2501 South Bumby Avenue
Orlando, Florida 32806

as its Registered Agent to accept service of process within
this State.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of
process for the above stated corporation at the place
designated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this
capacity, and agree to comply with the provisions of Florida
Law in keeping said office.


Daniel J. Googins
Registered Agent