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ACCOUNT NO. : 072100000032

REFERENCE : 467172 82563A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizzuto

ORDER DATE : July 18, 1997

ORDER TIME : 11:07 AM

800002241568--3

ORDER NO. : 467172-005

CUSTOMER NO: 82563A

CUSTOMER: Gregory L. Gresham, Esq
GREGORY L. GRESHAM, ESQ

918a Drew Street

Clearwater, FL 34615

DOMESTIC FILING

NAME: ACTION MARKETING ASSOCIATES,
INC.

EFFECTIVE DATE:

XX___ ARTICLES OF INCORPORATION
___ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY
XX___ PLAIN STAMPED COPY
XX___ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS: _____

RECEIVED
97 JUL 18 PM 12:07
DIVISION OF CORPORATION
FLORIDA

ON JUL 18 1997

ARTICLES OF INCORPORATION
OF
ACTION MARKETING ASSOCIATES, INC.

FILED
97 JUL 18 PM 1:53
TALLAHASSEE, FLORIDA

ARTICLE I

NAME: The name of this corporation is

ACTION MARKETING ASSOCIATES, INC.

ARTICLE II

DURATION: This corporation shall have perpetual duration.

ARTICLE III

PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue 10,000 shares of one class of shares at a value of \$1.00 per share, which shall be designated as "Common Shares."

ARTICLE V

PREEMPTIVE RIGHTS: Every shareholder, upon the issue or sale of any new shares 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 at the price at which it is offered to others.

ARTICLE VI

CORPORATION PRINCIPAL OFFICE: The principal office address and the mailing address of this corporation are:

918A Drew Street
Clearwater, FL 33755

ARTICLE VII

INITIAL REGISTERED AGENT AND OFFICE: The name of the initial registered agent and the street address of the initial registered office of this corporation are:

Gregory L. Gresham
918A Drew Street
Clearwater, FL 33755

ARTICLE VIII

INITIAL BOARD OF DIRECTORS: This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than two (2). The name and address of the initial directors of this corporation are:

Director Name	Address
Jesamine A. Deniston	533 Astor Way Auburndale, FL 33823
Gregory L. Gresham	918A Drew Street Clearwater, FL 33755

ARTICLE IX

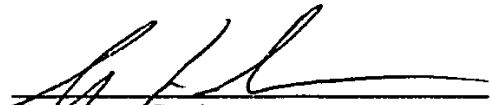
INCORPORATOR: The name and address of the persons signing these Articles is:

Gregory L. Gresham
918A Drew Street
Clearwater, FL 33755

ARTICLE X

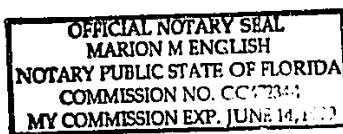
BYLAWS: The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders. The Board of Directors shall not have the power to alter, amend or repeal any bylaw adopted by the shareholders, if the shareholders shall so designate in adopting, altering or amending a Bylaw.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of July, 1997.

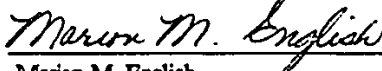

Gregory L. Gresham

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 17th day of July, 1997, by Gregory L. Gresham who personally appeared before me at the time of notarization, and who is personally known to me and who did take an oath.



NOTARY PUBLIC - STATE OF FLORIDA

Sign: 

Print: Marion M. English

Address: 918A Drew Street
Clearwater, Florida 33755

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

That ACTION MARKETING ASSOCIATES, INC., desiring to organize under the laws of the State of Florida, with its principal office at 918A Drew Street, Clearwater, FL 33755, has named GREGORY L. GRESHAM, located at 918A Drew Street, Clearwater, FL 33755, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with Florida law relative to keeping the designated office open.



GREGORY L. GRESHAM, Registered Agent

FILED
JAN 13 PM 1:53
CLERK OF DISTRICT COURT
FLORIDA