

P97000063714

TRANSMITTAL LETTER

FILED

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

97 JUL 22 PM 1:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Sue Young Marketing, Inc.
(Proposed corporate name)

900002243989--8
-07/22/97--01093--014
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for: \$78.75 Filing Fee & Certificate.

FROM: Sue Young Marketing, Inc.
512 Cleveland St., #105
Clearwater, FL 34615
(813) 443-0033

97-23-97

Articles of Incorporation
of

SUE YOUNG MARKETING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE:

The name of the corporation shall be Sue Young
Marketing, Inc.

ARTICLE TWO:

The mailing address of this corporation shall be:

Sue Young Marketing, Inc.
512 Cleveland St., #105
Clearwater, FL 34615

ARTICLE THREE:

The aggregate number of shares which the corporation
shall have authority to issue is 100,000 common shares at \$1.00
par value.

ARTICLE FOUR:

The registered agent and the street address of the
initial registered office of the corporation in the State of
Florida is:

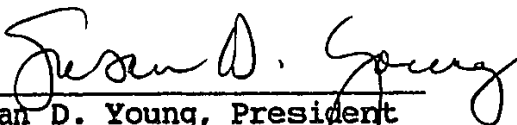
Marty Greenberg
1318 Nelson Avenue
Clearwater, FL 34615
(813) 441-9918

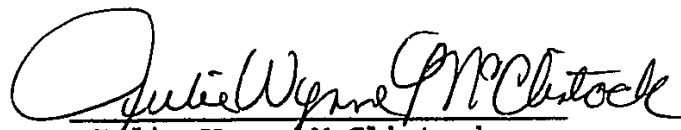
ARTICLE FIVE:

The name(s) and street address(es) of the incorporator
to these Articles of Incorporation is:

Susan D. Young
512 Cleveland St., #105
Clearwater, FL 34615

The undersigned incorporator has executed these
Articles of Incorporation this 20 day of June,
1997.


Susan D. Young, President


Julie Wynne McClintock,
Secretary/Treasurer

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, 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:

SUE YOUNG MARKETING, INC.

2. The name and address of the registered agent and office is:

MARTIN GREENBERG
(NAME)

1318 NELSON AVE.
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

CLEARWATER, FLA
(CITY/STATE/ZIP)

33755

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Martin Greenberg
(SIGNATURE)

7/3/97
(DATE)