TRANSMITTAL LETTER

97 AUG 11 AM 10: 44

7000070023 Department of State **Division of Corporations** P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:

800002263488--7 -08/11/97--01127--009 *****70.00 *****70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee

\$78.75 Filing Fee

& Certificate

\$122.50

\$131.25

Filing Fee

Filing Fee,

& Certified Copy

Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

1869 Bayou Grande Blud NE Address

St. Peters burg FL 33703
City, State & Zip

S13 - SZZ - 6991

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FILED SECRETARY OF STATE VISION OF CORPORATIONS

97 AUG 11 AM 10: 44

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: Castle Marketing Group, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Castle Marketing Group, Inc. 1869 Bayou Grande Blvd. NE St. Petersburg, Florida 33703

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares. There shall not be more than one class of stock issued. Shareholders will not be personally liable for the debts of the corporation beyond the value of their shares.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The registered agent of this corporation shall be: Leslie W. Holmes, 1869 Bayou Grande Blvd. NE, St. Petersburg, Florida 33703.

ARTICLE V INCORPORATOR(S)

The names and addresses of the initial incorporator(s) are:

Leslie W. Holmes 1869 Bayou Grande Blvd. NE St. Petersburg, FL 33703 Articles of Incorporation Castle Marketing Group, Inc. Page Two

ARTICLE VI OFFICERS

The initial officers of the corporation shall be:

Leslie W. Holmes 1869 Bayou Grande Blvd. NE St. Petersburg, FL 33703 President

Elizabeth L. Holmes 1869 Bayou Grande Blvd. NE St. Petersburg, FL 33703 Treasurer

All corporate business shall be exercised by or under the authority of one the officers of the corporation, subject to any limit set forth in these Articles of Incorporation. The initial officers of the corporation shall hold office for one year or until their successors are elected or appointed.

ARTICLE VII TERM OF EXISTENCE

This corporation is to exist perpetually.

The Undersigned incorporator(s) has(have) executed these Articles of Incorporation this 6 th Day of August, 1997.

Leslie W. Holmes

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 Castle Marketing Croup,	Inc	_,
2.	The name and address of the registered agent and office is:		
	Loslie W. Holmes (NAME)	97 AUG 1	66. 1961 1972.
	(P. O. Box or Mail Drop Box NOT ACCEPTABLE)	1 W 10: 4	10 A3
	FL 33703	- F	

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.

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314