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October 10, 1997

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

100002318551--4
-10/13/97--01052--015
****122.50 ****122.50

Re: INLINE DESIGN, INC.

Gentlemen:

Enclosed herein is an original and one copy of properly executed Articles of Incorporation, including certificate designating registered office and registered agents and acceptance of registered agent for INLINE DESIGN, INC. for filing. Also, enclosed is a check in the amount of \$122.50 made payable to the Florida Secretary of State to cover the following costs:

Filing fee for Articles of Incorporation	\$ 35.00
Registered Agent fee	\$ 35.00
Certified copy fee	\$ 52.50
<hr/>	
Total	\$122.50

Please forward the certified copy of the Articles of Incorporation to the undersigned. Thank you for your cooperation and assistance in this matter.

Very truly yours,

Jill S. Schwartz
Jill S. Schwartz

JSS/mgm

Enclos

97 OCT 13 PM 3:45
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/13/97

ARTICLES OF INCORPORATION
OF
INLINE DESIGN, INC.

FILED
97 OCT 13 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a professional service corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is **INLINE DESIGN, INC.**

ARTICLE II - PRINCIPLE OFFICE

The principle office of the corporation is 380 South State Road 434, Suite 1004-273, Altamonte Springs, Florida 32714.

ARTICLE III - BUSINESS, OBJECTS OR PURPOSES

The general nature of the business to be transacted by this corporation or the objects or purposes of the corporation shall be as follows:

- (a) To provide comprehensive marketing communications services to companies nationally and internationally.
- (b) In general, to have and exercise all powers conferred by the laws of Florida upon professional corporations, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

ARTICLE IV - CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the corporation shall be 100 shares having a par value of \$1.00 per share. Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid in cash, in property or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

ARTICLE V- INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office is and the name of the corporation's initial registered agent is Patricia R. LaPeters

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors shall be one (1) and the name and addresses of the persons who are to serve as members thereof are as follows:

<u>Name</u>	<u>Address</u>
Patricia R. LaPeters	380 South S.R. 434, Suite 1004-273 Altamonte Springs, FL 32714

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Patricia R. LaPeters	380 South S.R. 434, Suite 1004-273 Altamonte Springs, FL 32714

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated this 1st day of September 1997.



Patricia R. LaPeters

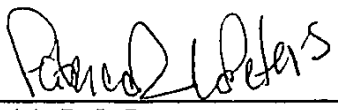
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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 agent, in the State of Florida.

The name of the corporation is INLINE DESIGN, INC.

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

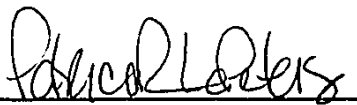
Patricia R. LaPeters
380 South S.R. 434, Suite 1004-273
Altamonte Springs, FL 32714

By: 
Patricia R. LaPeters

Title: President

Dated this 1st day of September, 1997.

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 MY POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.


Patricia R. LaPeters

Dated this 1st day of September, 1997.

FILED
97 OCT 13 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA