

TRANSMITTAL LETTER

P9700010/209

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

600002328656--4
-10/24/97--01016--015
*****78.75 *****78.75

SUBJECT: LEVIATHAN MARKETING GROUP
(Proposed corporate name - must include suffix)

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
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: MICHAEL FABRIZI
Name (printed or typed)

11420 FORTUNE CIRCLE Bldg I Suite 13
Address

WELLINGTON FL 33414
City, State & Zip

561 792 2045
Daytime Telephone number

FILED
97 NOV 26 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Done
12/2/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 27, 1997

MICHAEL FABRIZI
11420 FORTUNE CIRCLE
BUILDING I SUITE 13
WELLINGTON, FL 33414

New
MAILING ADDRESS:

13715 ISHNALA Cir
Wellington FL
33414

SUBJECT: LEVIATHAN MARKETING GROUP
Ref. Number: W97000024416

We have received your document for LEVIATHAN MARKETING GROUP and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 397A00052174



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 7, 1997

MICHAEL FABRIZI
11420 FORTUNE CIRCLE
BUILDING I SUITE 13
WELLINGTON, FL 33414

SUBJECT: LEVIATHAN MARKETING GROUP INC. (LMG INC)
Ref. Number: W97000024416

We have received your document for LEVIATHAN MARKETING GROUP INC. (LMG INC) and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 197A00053910



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 18, 1997

MICHAEL FABRIZI
13715 ISHNALA CIRCLE
WELLINGTON, FL 33414

SUBJECT: LEVIATHAN MARKETING GROUP INC. (LMG INC)
Ref. Number: W97000024416

We have received your document for LEVIATHAN MARKETING GROUP INC. (LMG INC) and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Dana Calloway
Document Specialist

Letter Number: 197A00053910

Articles of Incorporation

ARTICLE I - Name

The name of this corporation is LEVIATHAN MARKETING GROUP INC.

ARTICLE II - Principal Office

The mailing address of this corporation shall be:
P.O. Box 210144
West Palm Beach FL 33421-0144

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TALLAHASSEE, FLORIDA

ARTICLE III - Capital Stock

This corporation is authorized to issue 1,000,000 shares at \$.01 par value common stock which shall be designated as "Common Shares".

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 13715 Ishnala Circle Wellington, FL 33414. The name of the initial registered agent of this corporation at that address is CPN/PPO Inc., a Florida corporation.

ARTICLE V - Initial Board of Directors

The Corporation shall initially have two (2) Directors to hold office until the first annual meeting of stockholders and directors have been duly elected and qualified. The number of directors may be either increased or decreased from time to time in accordance with the By-laws of the corporation. The name and address of the initial Directors are:

Michael J. Fabrizi	(location)
PO Box 210144	11420 Fortune Circle
West Palm Beach	Bldg. I Suite 13
33421-0144	Wellington, FL 33414

Anne B. Lindley	
PO Box 210144	11420 Fortune Circle
West Palm Beach	Bldg. I Suite 13
33421-0144	Wellington, FL 33414

ARTICLE VI -

Incorporator

The name and address of the Incorporator signing these Articles is:

Michael J. Fabrizio
CPN/PPO Inc., a Florida Corporation
13715 Ishnala Circle
Wellington FL 33414

ARTICLE VII -

Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII -

IRC Stock Provision

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations thereunder. Such actions as are necessary will be taken by the appropriate officer to accomplish this compliance.

ARTICLE IX -

Indemnification

The corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

ARTICLE X

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed Articles of Incorporation on the date of signing.

Dated: 11/4/97

CPN/PPO Inc.
by Michael J. Fabrizio, C.E.O.


Incorporator

**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: LEVIATHAN MARKETING GROUP INC.

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

MICHAEL FABRIZI

(NAME)

13715 ISHNAWA CIRCLE

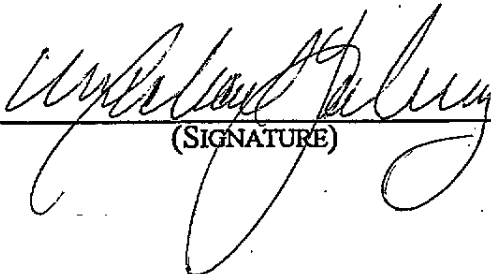
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

WELLINGTON FL 33414

(CITY/STATE/ZIP)

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97 NOV 26 AM 8:56
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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.



(SIGNATURE)

11/4/97

(DATE)

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