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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: PARAGON MARKETING GROUP, INC.

AUDIT NUMBER.....H98000000062

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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ARTICLES OF INCORPORATION
OF
PARAGON MARKETING GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this Corporation is: Paragon Marketing Group, Inc.
Principal address of the Corporation is:
3937 Arelia Drive N.
Delray Beach, Florida 33445

ARTICLE II: DURATION

This Corporation shall have a perpetual existence commencing on the date of January 1, 1998.

ARTICLE III: PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV: CAPITAL STOCK

This Corporation is authorized to issued 500 shares of Common Stock at a par value of \$1.00.

ARTICLE V: INITIAL REGISTERED AGENT AND OFFICE

The street address of the Initial Registered Office of this Corporation is: 3937 Arelia Drive N.
Delray Beach, Florida 33445

The name of the Initial Registered Agent of this Corporation at that address is: Craig W. Rice

ARTICLE VI: INITIAL CAPITAL

The initial Capital with which the Corporation shall begin business is: \$500.00

ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have one director, initially.

The name and address of the Initial Director of this corporation is: Craig W. Rice
3937 Arelia Drive N.
Delray Beach, Florida 33445

James F. Stahl, Accountant
Stahl & Associates, P.A.
138 North Swinton Avenue
Delray Beach, FL 33444
(561) 265-2229

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ARTICLE VIII: BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Director.

Ownership of stock in this Corporation shall not be a condition preceding membership on the Board of Directors or to the election as an Officer of the Corporation.

ARTICLE IX: OFFICERS

The name and address of the Officer who shall hold office for the first year of the Corporate existence or until successors have been elected and qualified is as follows:

President: Craig W. Rice
3937 Arelia Drive N.
Delray Beach, Florida 33445

Sac/Treas: Craig W. Rice
3937 Arelia Drive N.
Delray Beach, Florida 33445

ARTICLE X:

The name and address of the person signing these Articles is:
Craig W. Rice
3937 Arelia Drive N.
Delray Beach, Florida 33445

ARTICLE XI:

This Corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation or any amendment hereto.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THE ARTICLES OF INCORPORATION, THE 18th DAY OF December 1997


(Registered Agent / Incorporator)

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping on said office.

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STATE OF FLORIDA)
 ss
COUNTY OF PALM BEACH)

Before me, a Notary Public authorized to take acknowledgments in this State and County set forth above, personally appeared before me, Craig W. Rice known to me to be this person who executed the foregoing Articles of Incorporation, and he acknowledged before me these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 18th day of DECEMBER 1997.

Kelli J. Spillane
Kelli J. Spillane, Notary Public



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