The "EXCHANGE" Marketing Company

5573 Jessamine Lane 855-3699 Orlando, Fl 32839

January 5th, 1998

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

RE: The "EXCHANGE" Marketing Company

Gentlemen;

Enclosed are the original and one copy of the Articles of Incorporation for the above captioned proposed Florida Corporation. Also enclosed is my check payable to your order in the amount of \$78.75 to cover the cost of the following:

Filing Fee

\$70.00

Certificate

8.75

Total

Please file the Articles of Incorporation and forward a certificate to me.

Sincerely Yours,

ARTICLES OF INCORPORATION

For:

The "EXCHANGE" Marketing Company

The undersigned subscriber to these articles of incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1 - CORPORATE NAME:

The name of the corporation is: The "EXCHANGE" Marketing Company

ARTICLE II - DURATION

This corporation shall exist perpetually until dissolved according to Florida law.

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ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred shares (500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principle office and mailing address of the corporation is:

The "Exchange" Marketing Company 5573 Jessamine Lane Orlando, Fl. 32839

The name and address of the Initial Registered Agent of this Corporation is:

Delos J. "Jim" Thomas 5573 Jessamine Lane Orlando, Fl. 32839 (407) 855-3699

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director of the corporation is as follows:

Delos J. "Jim" Thomas 5573 Jessamine Lane Orlando, Fl. 32839

ARTICLE VII - INCORPORATORS

The name and address of the incorporator signing these articles of incorporation are as follows:

Delos J. "Jim" Thomas 5573 Jessamine Lane Orlando, Fl. 32839

ARTICLE VIII - BY LAWS

The corporation will be bound by the attached by-laws which may be ammended from time to time by an action of a simple majority vote of the stock then outstanding. Each share of common stock shall count

action of a simple majority vote of the stock then outstanding. Each sr as one vote. The registered owner(s) of the stock on the day of voting	shall be entitled to vote the stock.
In witness whereof, the undersigned subscriber has executed these articles TANUARY 1978 I am hereby familiar with and accepts the duties and reponsibil for said corporation (Seal) /Registered Agent STATE OF FLORIDA COUNTY OF ORNSE	
before me, a Notary Public authorized to take acknowledgements in the State personally appeared: Delos J. Thomas known to me and executed the foregoing Articles of Incorporation, and who acknowledged before Articles of Incorporation.	KIIOMII to be the berson and
IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the state of January, 1998.	he State and County aforesaid, this
(Notary Seal) Sew D. Se	· -
My commission expires: $\frac{12/1/99}{\text{Page 2 of 2}}$	SHAWN V. GIEWONT My Comm Exp. 12/01/99 Bonded By Service Ins No. CC514182

[] Personally Known (Other I. D.