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Herbert Elliott  
Attorney At Law

35 WEST LEMON STREET  
TARPON SPRINGS, FLORIDA 34689

(813) 942-3631  
TELECOPIER: (813) 937-5453

February 23, 1998

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\*\*\*\*\*75.00 \*\*\*\*\*75.00

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

Re: AXXESS MARKETING & PRODUCT DEVELOPMENT, INC.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation, together with my check in the amount of \$75.00 to cover the filing fee. Please provide me with a copy of the Articles once they have been filed.

If there are any questions, please feel free to call this office. Thank you for your cooperation.

Very truly yours,

*Lynn Stanford for*  
Herbert Elliott

HE/las

FILED  
98 FEB 26 PM 2:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK FEB 25 1998

ARTICLES OF INCORPORATION

OF

AXXESS MARKETING & PRODUCT DEVELOPMENT, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby file for record the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be:

AXXESS MARKETING & PRODUCT DEVELOPMENT, INC.

The principal place of business of this corporation shall be:

709 Lighthouse Drive, Tarpon Springs, FL 34689

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address and mailing address of the initial registered office of the corporation shall be:

709 Lighthouse Drive  
Tarpon Springs, FL 34689

The initial registered agent of the corporation is Chris Kikis, whose address is 709 Lighthouse Drive, Tarpon Springs, FL 34689.

FILED  
FEB 26 PM 2:26  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Herbert Elliott  
Attorney at Law

FLORIDA BAR NUMBER  
210528

35 WEST LEMON STREET  
TARPON SPRINGS,  
FLORIDA 34689

(813) 942-3631  
FACSIMILE (813) 937-5453

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISIONS

It is the intent of the incorporation that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S corporation.

ARTICLE VIII. DIRECTORS

The Corporation shall have two directors initially. The number of directors may be increased or decreased from time to time by the By-Laws adopted by the shareholders, but shall never be less than one.

ARTICLE IX. OFFICERS

The names and addresses of the initial officers of the corporation shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Chris T. Kikis  
Kevin J. Frieders

President  
Vice President

ARTICLE X. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation are:

Chris T. Kikis  
709 Lighthouse Drive  
Tarpon Springs, FL 34689

  
Chris T. Kikis

Herbert Elliott  
Attorney at Law


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210528

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STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 23rd  
day of February, 1998, by Chris T. Kikis. per FDL.

  
NOTARY PUBLIC  
My Commission Expires:



Edwin G Miller  
My Commission CC579597  
Expires Aug 25, 2000

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named corporation in the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said registered office.

  
Chris T. Kikis  
Registered Agent

**FILED**  
98 FEB 26 PM 2:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Herbert Elliott  
Attorney at Law

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