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February 25, 1998

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

Re: The RighTime Marketing Group, Inc.

600002446516--7  
-03/04/98--01028--006  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation in reference to the above-named corporation for filing. Also, a check in the amount of \$122.50 representing the filing fee is enclosed.

The name and address of the incorporator and the address of the principal office and registered office are covered under Article VIII.

Thank you for your assistance in this matter.

Very truly yours,

KIERAN P. FALLON

FILED  
98 MAR -4 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KPF:mec

Enclosures

B. BROCK MAR 04 1998

**ARTICLES OF INCORPORATION**

**of**

**The RighTime Marketing Group, Inc.**

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THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

**ARTICLE I**

The name of the corporation of The RighTime Marketing Group, Inc.

**ARTICLE II**

The period of its duration is perpetual.

**ARTICLE III**

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

**ARTICLE IV**

The purpose(s) for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the Florida General Corporation Act.

**ARTICLE V**

The aggregate number of shares which the corporation shall have authority to issue is five hundred (1,000) shares of capital stock, \$1.00 par value.

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TALLAHASSEE, FLORIDA

## ARTICLE VI

The number of directors constituting the initial Board of Director(s) of the corporation is one (1) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until the successors are elected and qualified are:

PRESIDENT/VICE PRESIDENT

SECRETARY/TREASURER:      GEORGE THOMAS BECKER

## ARTICLE VII

The Shares of Capital Stock of this Corporation shall be issued to the following person(s):

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
George Thomas Becker	80 S.W. 8 <sup>th</sup> St., Suite 2180 Miami, Florida 33130	100

## ARTICLE VIII

The name and address of the incorporator and the address of the principal office and registered office is:

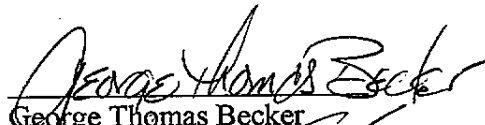
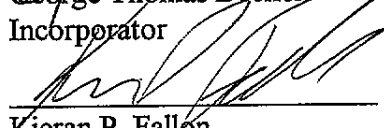
George Thomas Becker  
80 S.W. 8<sup>th</sup> Street, Suite 2180  
Miami, Florida 33130

## ARTICLE IX

The name and address of the initial registered agent is:

KIERAN P. FALLON  
80 S.W. 8<sup>th</sup> Street, Suite 2804  
Miami, Florida 33130

DATED:      February 25, 1998

  
George Thomas Becker  
Incorporator  
  
Kieran P. Fallon  
Initial Registered Agent

STATE OF FLORIDA     )

COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of February, 1998, by George Thomas Becker, as the Incorporator, and by Kieran P. Fallon, as the Initial Registered Agent, (✓) who are personally known to me and who did take an oath.

*Kieran P. Fallon*

NOTARY PUBLIC

State of Florida at Large

My Commission Expires:



**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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:

The RighTime Marketing Group, Inc.

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

Kieran P. Fallon  
80 S.W. 8<sup>th</sup> Street, Suite 2804  
Miami, Florida 33130

DATED: February 25th. 1998.

SIGNATURE: George Thomas Becker  
TITLE: PRESIDENT  
DATE: 2/25/98

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 SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: [Signature]  
DATE: 2/25/98

**FILED**  
98 MAR -4 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA