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Network Accounting Services, Inc.

8800 - 133rd Avenue North, Suite 16
Largo, Florida 33773
(813) 536-2088

FILED
MAR 23 AM 11:39
TALLAHASSEE, FLORIDA
STATE SECRETARY

P 98000027757

TRANSMITTAL LETTER

March 16, 1998

800002460308-8
-03/18/98-01026-013
****122.50 ****122.50

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

RE: **PERFORMANCE MARKETING, INC.**

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the articles of incorporation and a check for \$122.50 with regard to the above.

Please contact this office with any questions you may have.

Very truly yours,
NETWORK ACCOUNTING SERVICES, INC.

Donna S. Tavares

Donna S. Tavares

DST/
Enclosures

F. CHESSE

MAR 25 1998

Financial & Tax Consultation



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 19, 1998

DONNA S TAVARES
NETWORK ACCTG SERVICES INC
8800 133 AVE NO STE 16
LARGO, FL 33773

PRO-
SUBJECT: PERFORMANCE MARKETING, INC.
Ref. Number: W98000006175

We have received your document for PERFORMANCE MARKETING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 698A00014931

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98 MAR 23 AM 11:39
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**ARTICLES OF INCORPORATION
OF
*PRO-FORMANCE MARKETING, INC.***

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98 MAR 23 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be:

PRO-FORMANCE MARKETING, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

9269 PARK BLVD.
SEMINOLE, FL 33777

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

to be divided as follows:

*MARK C. DANN – 50 SHARES
ALBERT M. WILSON – 50 SHARES*

ARTICLE IV: OFFICERS

The officers of said corporation shall be as follows:

MARK C. DANN – PRESIDENT & SECRETARY
ALBERT M. WILSON – VICE PRESIDENT & TREASURER

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

ALAN J. BENWARE
8800 133RD AVENUE NORTH, SUITE 16
LARGO, FL 33773

ARTICLE VI: INCORPORATOR(S)

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

MARK C. DANN
747 2ND STREET NORTH
ST. PETERSBURG, FL 33701

CORRECT SPELLING: *MARK C. DANN*

The undersigned incorporator has executed these Articles of Incorporation this 23
day of March, 19 98.

Mark C. Dann

Signature

ARTICLES OF INCORPORATION

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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:

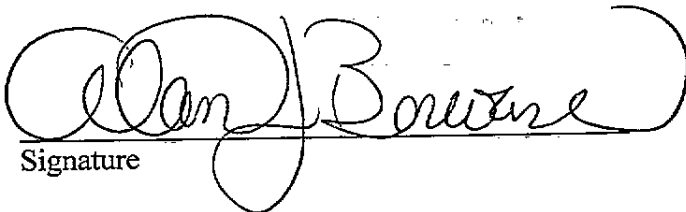
PRO-FORMANCE MARKETING, INC.

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

**ALAN J. BENWARE
8800 133RD AVENUE NORTH, SUITE 16
LARGO, FL 33773**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the 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