

Charter Number Only

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AMENDMENT ONLY

Requestor's Name  
**PBR**  
Address  
City State ZIP Phone

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CORPORATION(S) NAME

**Merchants Marketing Corp**

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98 APR -1 AM 9:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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| <input checked="" type="checkbox"/> Profit          | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                  |  |   |
| <input type="checkbox"/> Foreign                    | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership        | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement              | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy  | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In         | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
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ARTICLES OF INCORPORATION  
of  
MERCHANTS MARKETING CORP.

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Article I.

Name

The name of the Corporation is Merchants Marketing Corp.

Article II.

Duration

The term of existence of the Corporation is perpetual.

Article III.

Purposes and Powers

This Corporation is formed for the purpose of engaging in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

Article IV.

Capital Stock

This Corporation is authorized to issue 1,000 shares of common stock with no par value.

Article V.

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Corporation are 200 Martin Luther King Drive, Riviera Beach, FL 33404.

Article VI.

Registered Office

The street address of the initial registered office of the Corporation is 200 Dr. Martin Luther King Drive, Riviera Beach, FL 33404, and the name of the initial registered agent at that address is Maria Collier.

## Article VII.

### Board of Directors

This Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be fewer than one. The names and addresses of the initial directors of this Corporation are:

Isabel Amengual  
66 Bournefield  
Charlotte Amalie  
St. Thomas  
U.S. Virgin Islands

Terry Collier  
200 Dr. Martin Luther King Drive  
Riviera Beach, FL 33404

Maria Collier  
200 Dr. Martin Luther King Drive  
Riviera Beach, FL 33404

## Article VIII.

### Incorporator

The name and address of the incorporator of this Corporation are as follows:

James A. Stuber, Attorney at Law  
777 South Flagler Drive  
Suite 800 West  
West Palm Beach, FL 33401

## Article IX.

### Bylaws

The Bylaws of this Corporation are to be made and adopted by the Board of Directors, and may be amended by the Board of Directors as provided therein.

Article X.

Amendment

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them.

Article XI.

Indemnification and Civil Liability

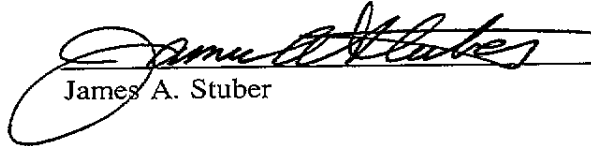
The Corporation shall indemnify each Director and Officer, including former Directors and Officers, to the fullest extent allowed by law.

Article XII.

Commencement of Existence

The Corporation shall be deemed to commence its existence on the date of filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles on March 30, 1998.

 \_\_\_\_\_, Incorporator  
James A. Stuber

CERTIFICATE OF DESIGNATION AND  
ACCEPTANCE BY REGISTERED AGENT

Having been named in the Articles of Incorporation of Merchants Marketing Corp. as registered agent for such corporation at the address indicated in the articles of incorporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Maria M. Collier  
Maria Collier

3/30/98  
Date

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