

4/02/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~BOBIS~~ ~~URGENT~~ *ong*

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: THE INSTITUTE FOR MARKETING TECHNOLOGIES, IN

AUDIT NUMBER.....H9800006389

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX.

EST.CHARGE.. \$78.75

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
The Institute For Marketing Technologies, Inc.

Article II. Address

The mailing address of the Corporation is:
The Institute For Marketing Technologies, Inc.
2665 South Bayshore Drive, Suite 703
Miami FL 33133

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Timothy D. Richards
2665 South Bayshore Drive, Suite 703
Miami FL 33133

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

John Sexsmith
Kay Smith
Nels Schlander

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Juan Delgado | FL Bar Member 0078484
The Richards Law Firm
2665 South Bayshore Drive, Suite 703
Miami FL 33133
305-858-9900

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Juan Delgado

The Richards Law Firm

2665 South Bayshore Drive, Suite 703

Miami FL 33133

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on April 2, 1998.

The undersigned incorporator executed these Articles of Incorporation on April 2, 1998.


JUAN DELGADO

by G.K. Kuroda as attorney-in-fact

Juan Delgado | FL Bar Member 0078484

The Richards Law Firm

2665 South Bayshore Drive, Suite 703

Miami FL 33133

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

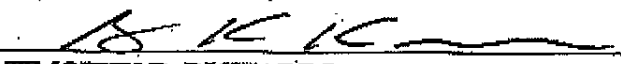
CORPORATION:

The Institute For Marketing Technologies, Inc.

REGISTERED AGENT/OFFICE:

**Timothy D. Richards
2665 South Bayshore Drive, Suite 703
Miami FL 33133**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


TIMOTHY D. RICHARDS
by G.K. Kuroda as attorney-in-fact

Date: April 2, 1998

**Juan Delgado | FL Bar Member 0078484
The Richards Law Firm
2665 South Bayshore Drive, Suite 703
Miami FL 33133
305-858-9900**

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