CERTIFIED PUBLIC ACCOUNTANT

2400 E. COMMERCIAL BOULEVARD, SUITE 719 FORT LAUDERDALE, FLORIDA 33308

TEL: (954) 776-0100 FAX: (954) 772-3640

P9800038383

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

RE: AFX National Marketing Group, Inc.

300002501243--3 -04/27/98--01073--020 ****122.50 ****122.50

Dear Sirs:

Enclosed please find:

- 1. Original and one copy of articles of incorporation pertaining to AFX National Marketing Group, Inc.
- 2. My check in the amount of \$122.50 for payment of the following:

a. Filing Fee \$ 35.00 b. Certified Copy of Articles 52.50 c. Registered Agent Designation \$122.50

You will also find enclosed a copy of the Certified Designating Place of Business and Registered Agent.

Please file these Articles as soon as possible, noting the provision under Article II stating that this Corporation's existence shall commence on the date of execution of said Articles, which is 04/23/98.

Upon its arrival, please return a certified copy of these Articles of Incorporation to the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,

E. Gerald Block, C.P.A.

EGB/lr

enclosures

EFFECTIVE DATE

4-23-98

FILED 98 APR 27 AM 2: 25 SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

FILED

AFX NATIONAL MARKETING GROUP, INC.

98 APR 27 AM 2: 25

ARTICLE I - NAME

SECRETARY OF STATE TALLAHASSEE. FLORIDA

The name of this Corporation is AFX National Marketing Group,

EFFECTIVE DATE

ARTICLE II - DURATION

4-23-98

This Corporation shall have perpetual existence commencing on April 23, 1998.

Inc.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which it already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE, AGENT AND PRINCIPLE OFFICE

The street address of the initial registered office of this Corporation is One Park Place, 621 N.W. 53rd Street, Suite #355, Boca Raton, Florida 33487 and the name of the initial registered agent of this Corporation at that address is Thomas Murray. The street address of the principle office is One Park Place, 621 N.W. 53rd Street, Suite #355, Boca Raton, Florida 33487.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the by-laws, but shall never have less than one (1). The name and address of the initial Director of this Corporation is:

Thomas Murray 10631 Maple Chase Drive Boca Raton, Florida 33498

ARTICLE IX - INCORPORATOR

The name(s) and address(es) of the person(s) signing these Articles is (are):

Thomas Murray 10631 Maple Chase Drive Boca Raton, Florida 33498

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned have executed these Article of Incorporation on this <u>23rd</u> day of <u>April</u>, 1998.

Jan

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this <u>23rd</u> day of <u>April</u>, 1998, by <u>Thomas Murray</u>, who is personally known to me or who has produced a driver's license as identification and who did take an oath.

sign

print <u>USA Am Block</u>

State of Florida at Large My Commission Expires:

LISA ANN BLOCK
My Comm Exp. 4/02/2001
Bonded By Service Ins
No. CC635316
[1] Fersonally Known 1] Other LD

FILED
98 APR 27 AM 2: 25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

First: AFX National Marketing Group, Inc., desiring to be organized under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Boca Raton, County of Broward, State of Florida, has named Thomas Murray, whose business office is located at One Park Place, 621 N.W. 53rd Street, Suite #355, Boca Raton, Florida 33487 as its registered agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Muy