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WINTER PARK, FLORIDA 32793-4035

April 29, 1998

Via UPS Next Day Air

Freida Chesser, Corporate Specialist
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

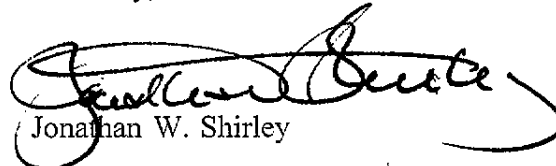
Re: Ref. Number: W98000008291
Letter Number: 098A00019813

Dear Ms. Chesser:

Enclosed for filing are duplicate originals of the Articles of Incorporation of APS Marketing International, Inc. It is our understanding that the effective date for these Articles of Incorporation will remain April 8, 1998, as originally submitted.

If you have any questions, please contact me. Thank you for your assistance.

Sincerely,


Jonathan W. Shirley

JWS/g
Enclosures

FILED
98 APR 10 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 14, 1998

JONATHAN W SHIRLEY
P O BOX 4035
WINTER PARK, FL 32793-4035

SUBJECT: A PURE SOURCE, INC.
Ref. Number: W98000008291

FILED
98 APR 10 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for A PURE SOURCE, INC. and your check(s) totaling \$490.00. 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: 098A00019813

ARTICLES OF INCORPORATION
OF
APS MARKETING INTERNATIONAL, INC.

FILED
98 APR 10 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be APS Marketing International, Inc.

ARTICLE II - DATE OF EXISTENCE

This Corporation shall exist perpetually commencing on the date of execution of these Articles of Incorporation.

ARTICLE III - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 4250 Alafaya Trail, Suite 212404, Oviedo, Florida 32765.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE

AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 4250 Alafaya Trail, Suite 212404, Oviedo, Florida 32765. The Board of

Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Onno R. Post, II. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Onno R. Post, II	4250 Alafaya Trail, Suite 212404 Oviedo, Florida 32765

ARTICLE VII - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation shall be one (1).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).
- C. The names and addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
Onno R. Post, II	4250 Alafaya Trail, Suite 212404 Oviedo, Florida 32765

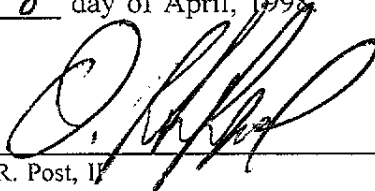
ARTICLE VIII - INDEMNIFICATION

This Corporation may indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - STOCK RESTRICTION AGREEMENTS

Agreements among this Corporation's shareholders or between this Corporation and its shareholders may include the following as valid matters of contract: (1) reasonable restrictions upon the transferability or assignment of the shares of stock of this Corporation; (2) obligations, or first refusal rights, to redeem or purchase shares of stock of this Corporation prior to a transfer or assignment of such shares; and (3) the manner in which the shareholders of this Corporation will vote their shares of stock of this Corporation; provided, however, that such agreements shall be made in accordance with the provisions of Sections 607.0731 and 607.0627 of the Florida Statutes. The Board of Directors is specifically authorized to approve agreements between this Corporation and its shareholders made in accordance with the provisions of Sections 607.0731 and 607.0627 of the Florida Statutes. Copies of any stock restriction agreement between this Corporation and its shareholders shall be maintained at the principal office of this Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Oviedo, Florida, this 8 day of April, 1998.



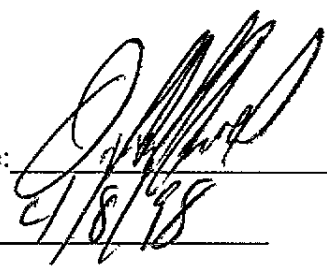
Onno R. Post, II

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative

to the proper and complete performance of my duties as registered agent. I am familiar with,
and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: _____

Date: _____

Handwritten signature and date "4/8/98" written over the signature and date lines.

FILED
98 APR 10 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA