

P98000045217

LAW OFFICE
OF
MEYER & WATTS

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

LARRY K. MEYER, P.A.
STEPHEN G. WATTS, P.A.

*FLORIDA BAR BOARD CERTIFIED
IN ESTATE PLANNING AND
PROBATE LAW

DRUHILL PROFESSIONAL CENTER
611 DRUID ROAD EAST, SUITE 107
P.O. BOX 10213
CLEARWATER, FLORIDA 34617
(813) 461-3232
TELECOPIER (813) 441-8048

May 15, 1995

Secretary of State
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, FL 32314

RE: International Marketing and Investments, Inc

Dear Sir or Madam:

Enclosed you will find two sets of Articles of Incorporation for the above referenced corporation. Please file the same with your office at your earliest convenience.

Also enclosed you will find our check in the amount of \$ 122.50 to cover the cost of filing.

Thank you for your assistance and cooperation.

Sincerely yours,

MEYER & WATTS

Patricia Motto

Patricia Motto
Enclosures

300002527743--2
-05/18/98--01111--001
****122.50 ****122.50

APPROVED
AND
FILED
98 MAY 18 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAY 20 1998

ARTICLES OF INCORPORATION
OF
INTERNATIONAL MARKETING AND INVESTMENTS, INC.

Article I - Name

The name of the corporation is INTERNATIONAL MARKETING AND INVESTMENTS, INC., and the principal office and mailing address is 14120 111th Terrace North, Largo, Florida 34644.

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation is organized for the following purposes:
the general purpose for which this corporation shall be organized shall include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

Article IV - Capital Stock

This corporation is authorized to issue 500 shares of common stock, having a par value of \$1.00 per share.

The stock as aforesaid shall be paid for in lawful money of the United States, or in property, labor or services at a just valuation to be fixed by the incorporators, or by the Board of Directors at a meeting to be called for that special purpose.

All voting power of this corporation shall be vested in the common stock above designated.

APPROVED
AND
FILED

98 MAY 18 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 14120 111th Terrace North, Largo, Florida 34644, and the name of the initial registered agent of this corporation at that address is NICK ALBANESE.

Article VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Nick Albanese 14120 111th Terrace North
Largo, FL 34644

Article VII - Incorporator

The name and address of the person signing these Articles is:

Nick Albanese 14120 111th Terrace North
Largo, FL 34644

Article IX - Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5TH day of May, 1998.

Nick Albanese
NICK ALBANESE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Nick Albanese
NICK ALBANESE, Registered Agent

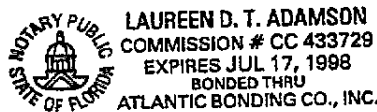
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared NICK ALBANESE, who is personally known to me or who produced as identification and who is known to me to be the person who executed the foregoing Articles of Incorporation; and acknowledged before me that he executed those Articles of Incorporation.

WITNESS my hand and official seal this 5 day of May, 1998.

Laureen D. Adamson
Notary Public

My commission expires: 7-17-98



APPROVED
AND
FILED
98 MAY 18 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA