

P980000 47933

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

Expedited: Dept. of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

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-05/26/98--01053--004
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RE: Leisure Marketing, Inc.

Dear Secretary of State:

Enclosed is an original and a copy of the proposed Articles of Incorporation of the above listed corporation(s). Please file the original Articles and fax a copy of the filed articles to (314) 664-2442. You may call me at (314) 965-4988 with any problems or questions.

Please return the copies in the enclosed envelope to:

U.S. CORPORATIONS, INC.
ATTN: KELLY
1380 SOUTH KINGSHIGHWAY
ST. LOUIS, MO 63110

Sincerely,

Steven Chase
Incorporator
U.S. Corporations, Inc.

APPROVED
AND
FILED
98 MAY 26 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF

B. BROCK MAY 29 1998

*Secretary of State
Corporations Division
State of Florida*

ARTICLES OF INCORPORATION
OF

Leisure Marketing, Inc.

98 MAY 26 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

The undersigned natural person(s) of the age of eighteen years or more for the purpose of forming a corporation pursuant to section 607.0202, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE ONE: The name of the corporation is :

Leisure Marketing, Inc.

ARTICLE TWO: The address of the corporation's initial registered office in this state is:

660 Tennis Club Drive #402
Ft. Lauderdale, Florida 33311 *Broward County*

The initial agent at such address is **Gerald M. Hatfield**

ARTICLE THREE: The aggregate number of shares of common capital stock which the corporation has authority to issue is 5,000 having no par value.

No preferences, qualifications, limitations, or restrictions in respect to the shares shall be set.

ARTICLE FOUR: The preemptive right of a shareholder to acquire additional shares shall not be limited or denied.

ARTICLE FIVE: The name and place of residence of the incorporator is as follows:

Steven P. Chase
7536 Forsyth
Suite 178
Clayton, MO 63105

ARTICLE SIX: The number of directors to constitute the board of directors is **One (1)**.

The names and address of the persons who are to serve as members of the initial Board of Directors of the corporation are as follows:

Gerald M. Hatfield, 660 Tennis Club Dr., #402, Ft. Lauderdale, FL 33311

ARTICLE SEVEN: The duration of the corporation is perpetual.

ARTICLE EIGHT: The general purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Florida, other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the State of Florida. The specific purpose of this corporation is consulting.

ARTICLE NINE: The address of the business office or headquarters is:

660 Tennis Club Drive #402
Ft. Lauderdale, Florida 33311

The mailing address is the same as above.

ARTICLE TEN: The corporation will commence business upon the file date assigned by the Secretary of States office.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed this 5/19/98.

Incorporator: Steven P. Chase/Director
U. S. Corporation On Line, Inc.

Signature:


Steven P. Chase-Incorporator

COVER LETTER FOR FILING ARTICLES


REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE RESTORED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Leisure Marketing, Inc.
- 2.. The name and address of the registered agent and office is:

Gerald M. Hatfield
660 Tennis Club Drive #402
Ft. Lauderdale, Florida 33311

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

X  5/20/98
Gerald M. Hatfield Date

DIVISION OF CORPORATIONS, PO BOX 8327, TALLAHASSEE, FL 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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