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LAW OFFICES OF

Charles J. Goldman, P.A.

601 SOUTH FEDERAL HIGHWAY  
HOLLYWOOD, FLORIDA 33020

BROWARD: (954) 920-1986  
FAX: (954) 929-2440

June 16, 1998

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

Re: Advance Marketing Services, Inc. And  
National Consumer Resource Center,, Inc.

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above corporations. Please file the originals in your offices and return one filed copy to me in the envelope I have provided.

I am enclosing my check for \$70.00 covering:

\$35.00 Filing Fee  
35.00 Certificate Designating Registered Agent

Very truly yours,

CHARLES J. GOLDMAN  
CJG/csg  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE OF INCORPORATION**

**OF**

**ADVANCE MARKETING SERVICES, INC.**

I, THE UNDERSIGNED, hereby establish myself for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

**ARTICLE I**

The name of the corporation shall be: ADVANCE MARKETING SERVICES, INC.

**ARTICLE II - PURPOSE**

The general character or nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) SHARES having a par value of ONE (\$1.00) DOLLAR per share.

#### **ARTICLE IV - CAPITAL**

The amount of capital with which this corporation shall begin business shall not be less than FIVE HUNDRED (\$500.00) DOLLARS.

#### **ARTICLE V - DURATION**

The corporation shall have perpetual existence.

#### **ARTICLE VI - PRINCIPAL OFFICE**

The initial street address of the corporation's principal office is: 2075 N. Powerline Road, Suite M, Pompano Beach, Florida 33069.

#### **ARTICLE VII - MANAGEMENT BY SHAREHOLDERS**

The corporation shall be a close corporation within the meaning of, and governed by, the Florida Close Corporation Act. The business of the corporation shall be managed by its shareholders pursuant to Chapter 607 of the Florida Statutes.

#### **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one. The name and address of the Director is: Leonard Rubino, 2075 N. Powerline Road, Suite M, Pompano Beach, Florida 33069.

**ARTICLE IX - SUBSCRIBERS**

The name and address of each person signing these Articles of Incorporation as a subscriber is:

LEONARD RUBINO  
2075 N. Powerline Road, Suite M  
Pompano Beach, Florida 33069

**ARTICLE X - DISSOLUTION**

The corporation may be dissolved at any time by: (1) unanimous written consent of the shareholders; (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

**ARTICLE XI - REGISTERED AGENT**

The name and address of the Registered Agent is:

CHARLES J. GOLDMAN, P.A.  
601 South Federal Highway  
Hollywood, Florida 33020

IN WITNESS WHEREOF, I, the undersigned subscriber of this Corporation, have executed these Articles of Incorporation at Hollywood, Broward County, Florida, on this 12 day of June,

  
LEONARD RUBINO, Subscriber

LEONARD RUBINO, Subscriber

Fla Owner License



Charles J. Goldman  
 Notary Public, State of Florida  
 Commission No. CA 545580  
 My Commission Expires 06/17/00  
 Type or stamp of notary.


1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT  
UPON WHOM PROCESS MAY BE SERVED


In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that ADVANCE MARKETING SERVICES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2075 N. Powerline Road, Suite M, Pompano Beach, Florida 33069, has named Charles J. Goldman, P.A., located at 601 South Federal Highway, Hollywood, Florida 33020 as its agent to accept service of process within Florida.

Dated: June 12 1998

  
LEONARD RUBINO, Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
CHARLES J. GOLDMAN, P.A.

**FILED**  
98 JUN 19 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA