

**Anthony J. Comparetto, Esq.**  
----- Attorney at Law -----

Anthony J. Comparetto, Esq.

Stephen C. Schroeder, Esq.  
Of Counsel

LOCATIONS:  
St. Petersburg  
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phone (813) 328-7900

**P98000058462**

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fl 32314

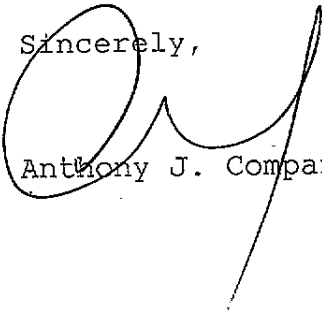
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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: corporate filing

Dear Sirs,

Please find enclosed articles of incorporation and filing fee check.

Sincerely,

  
Anthony J. Comparetto, Esquire

AJC/ted

**FILED**  
98 JUN 29 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten:* 7-1-98

ARTICLES OF INCORPORATION

OF

BALANCED PROMOTIONS, INC.

FILED  
98 JUN 29 AM 9:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is BALANCED PROMOTIONS INC. principal place of business shall be 5340 Central Avenue, Ste B, St. Petersburg, Florida 33707.

ARTICLE II

Duration

The duration of the corporation is perpetual.

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 (1000) shares of one dollar (\$1) par value common stock which shall be designated common shares.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office and agent of this corporation is Anthony J. Comparetto, 5340 Central Avenue, St. Petersburg, Fl 33707.

ARTICLE VI

Management of Corporation by Stockholders

The corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction, of the shareholders.

ARTICLE VII

Incorporators

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

Anthony J. Comparetto, 5340 Central Avenue, St. Petersburg, Fl, 33707.

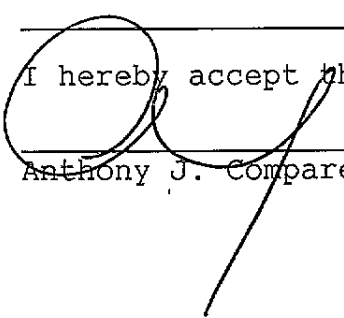
ARTICLE VIII

Amendments

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 4/7/98 day of 19.

I hereby accept the position and duties as registered agent.

  
Anthony J. Comparetto

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98 JUN 29 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA