

P98000062982

Steve K. Johnson
9302 N. Dartmouth Ave
Tampa, FL 33612

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ 700002590057--5
(Corporation Name) (Document #) -07/15/98--01081--003
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NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

FILED
98 JUL 15 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
7-17-98
7

ARTICLES OF INCORPORATION
OF
SALES AND MARKETING SOLUTIONS, INC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the Subscriber to these Articles of Incorporation, a natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

Name of the Corporation

The name of the corporation shall be Sales and Marketing Solutions, Inc.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this corporation is sales and marketing services, and any other activities or business permitted under the Laws of the United States and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every kind, class, and description except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative

association, fraternal benefit society, state fair or exposition. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses, in the State of Florida, and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgage, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required. To purchase corporate assets of any other corporation and engage in the same or other character or business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bond, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government and while owner of such stock to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III

Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 5,000 shares of common stock, \$1.00 par value.

ARTICLE IV

Initial Capital

The amount of capital with which this corporation shall begin business is not less than TWO HUNDRED DOLLARS 00/100, (\$200.00 U.S.).

ARTICLE V

Term of Existence

This corporation is to exist perpetually.

ARTICLE VI

Principal Place of Business

The initial street address in this state of the principal office of this corporation is 9302 Dartmouth Avenue North, Tampa, Fl 33612. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VII

Directors

This corporation shall have not less than One (1) director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders.

ARTICLE VIII

Members of First Board of Directors

The names and street addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Steve K. Johnson	9302 Dartmouth Ave North Tampa, Fl 33612

ARTICLE IX

Subscribers

The name and street address of the subscribers of these Articles of Incorporation, the number of stock shares which they agree to take, and the value of consideration therefore are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Steve K. Johnson	9302 Dartmouth Ave N. Tampa, Fl 33612	200	\$ 200.00

ARTICLE X

Preemptive Rights

Every shareholder, upon the sale of 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

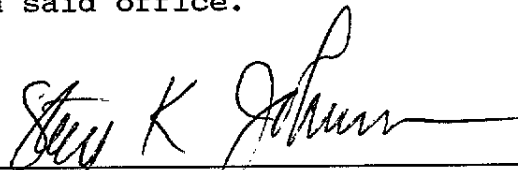
ARTICLE XI

Registered Agent

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TALLAHASSEE, FLORIDA

The initial designation of the registered office of this corporation shall be at 9302 Dartmouth Ave North, Tampa, Florida, 33626¹² and the registered agent shall be Steve K. Johnson. Pursuant to Florida Statutes, Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept and agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

By: _____



STEVE K. JOHNSON
REGISTERED AGENT

ARTICLE XII

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I the Subscriber above named have hereunto set my hand and seal this 13th day of July, 1998.

Steve K. Johnson
SUBSCRIBER- STEVE K. JOHNSON

STATE OF FLORIDA)
 s.s.
COUNTY OF HILLSBOROUGH)

I HEREBY CERTIFY, that on this day, before, me, a Notary Public duly authorized in the State and County above named to take acknowledgements, personally appeared STEVE K. JOHNSON to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation as his own voluntary act and deed. I further certify that STEVE K. JOHNSON produced his Florida Drivers license, ID# J 525-791-53-004 as his personal identification, and who did not take an oath.

WITNESS MY HAND AND OFFICIAL SEAL in the County and State aforesaid, this 13th day of July, 1998.

Douglas M. Garcia
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE