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PLEASE REPLY TO:

North Palm Beach

July 10, 1998

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: ON-TIME MARKETING, INC.

700002589367--1  
-07/15/98--01019--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-captioned corporation together with the executed acceptance of appointment of registered agent and this firm's check in the amount of \$78.75 covering the following fees:

|                              |         |
|------------------------------|---------|
| Filing Fee                   | \$35.00 |
| Certificate of Good Standing | 8.75    |
| Registered Agent Designation | 35.00   |
|                              | <hr/>   |
|                              | \$78.75 |

Please file the original Articles of Incorporation, date and stamp the enclosed copy and return it with a Certificate of Good Standing letter to the undersigned.

Very truly yours,

Avis & Avis, P.A.

*Warren Avis*  
Warren E. Avis, Jr. *by*

Enclosures

FILED  
98 JUL 15 AM 11:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH JUL 17 1998

**ARTICLES OF INCORPORATION**

**OF**

**ON-TIME MARKETING, INC.**

The undersigned incorporator JOHN DEGRASSE for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation shall be:

**ON-TIME MARKETING, INC.**

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

**4563 BARCLAY CRESCENT, LAKE WORTH, FLORIDA 33463**

**ARTICLE III**

**CAPITAL STOCK**

The aggregate number of shares of stock the Corporation shall be authorized to create and issue is 1,000 shares of Common Stock having a par value of \$1.00 per share.

**ARTICLE IV**

**INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent is:

**JOHN DEGRASSE  
4563 BARCLAY CRESCENT  
LAKE WORTH, FLORIDA 33463**

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TALLAHASSEE, FLORIDA**

## **ARTICLE V**

### **INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

JOHN DEGRASSE  
4563 BARCLAY CRESCENT  
LAKE WORTH, FLORIDA 33463

## **ARTICLE VI**

### **BOARD OF DIRECTORS AND OFFICERS**

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

The names and street addresses of the initial directors who shall hold office the first year of the Corporation's existence or until their successors are elected, are:

JOHN DEGRASSE  
4563 BARCLAY CRESCENT, LAKE WORTH, FLORIDA 33463

The names and street addresses of the officers who shall hold office the first year of the Corporation's existence or until their successors are elected, are:

President, Secretary and Treasurer:

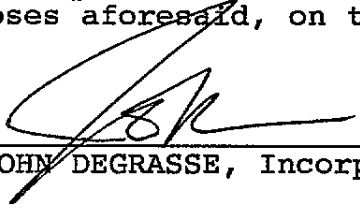
JOHN DEGRASSE  
4563 BARCLAY CRESCENT, LAKE WORTH, FLORIDA 33463

## **ARTICLE VII**

### **NATURE OF BUSINESS**

The Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

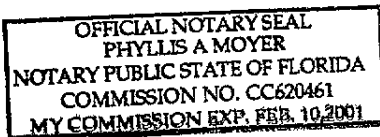
IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at North Palm Beach, Florida, for the uses and purposes aforesaid, on this 9th day of July, 1998.

  
JOHN DEGRASSE, Incorporator

STATE OF FLORIDA       )  
                              )  
PALM BEACH COUNTY    )    SS.

Before me personally appeared JOHN DEGRASSE, to me well known to be the person described and who produced Ida-DL-0262-478-67-403-0 as identification and did not take an oath and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at North Palm Beach, Florida, this 9th day of July, 1998.



  
Notary Public, State of Florida at Large

Phyllis A. Moyer  
Name of Acknowledger

My Commission Expires:

**CERTIFICATE OF DESIGNATION**

**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 registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

**ON-TIME MARKETING, INC.**

2. The name and address of the registered agent and office is:

JOHN DEGRASSE  
4563 BARCLAY CRESCENT  
LAKE WORTH, FLORIDA 33463

SIGNATURE



TITLE

Incorporator

DATE

July 9, 1998.

HAVING BEEN NAMED AS A 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.

SIGNATURE

  
JOHN DEGRASSE

DATE

JULY 9, 1998

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98 JUL 15 AM 11:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA