

P98000065681

PRIME DIRECT, INC.
1193 Clay's Trail
Oldsmar, Florida 34677
813-784-1766

July 22, 1998

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

Re: Prime Direct, Inc.


000002597820--6
-07/24/98--01074--004
*****78.75 *****78.75

Dear Sir/Madam:

Enclosed please find Prime Direct, Inc's Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office. I have also enclosed a check in the amount of \$78.75 for your certificate and filing fees.

Should you have any questions or desire additional information, please do not hesitate to contact my office.

Sincerely,
Prime Direct, Inc.


Ronny J. Pepper
Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
PRIME DIRECT, INC.

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607.0202 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I - NAME

The name of the Corporation shall be PRIME DIRECT, INC.

ARTICLE II - PRINCIPAL OFFICE OR MAILING ADDRESS

The principal office and mailing address shall be at 1193 Clay's Trail, Oldsmar, Florida 34677.

ARTICLE III - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 100,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 1193 Clay's Trail, Oldsmar, Florida 34677.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be Ronny J. Pepper.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is:

Name	Address
RONNY J. PEPPER	1193 Clay's Trail Oldsmar, FL 34677

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 23 day of July, 1998.



RONNY J. PEPPER

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: Prime Direct, Inc.
2. The name and address of the registered agent and office is:

RONNY J. PEPPER
(Name)

1193 Clay's Trail
(P.O. Box not acceptable)

Oldsmar, Florida 34677
(City/State/Zip)

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.


(Signature)

7-23-98
(Date)

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LIST OF OFFICERS/DIRECTORS

Ronny J. Pepper/Director