

P98000075486

August 13, 1998

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

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-08/27/98--01045--006
****122.50 ****122.50

To Whom It May Concern:

Please find enclosed check in the amount of One Hundred Twenty Two dollars and Fifty Cents (\$122.50), for filing the attached Articles of Incorporation (**Marketing Diversification, Inc.**).

Should there be any questions, please do not hesitate to call me.

Sincerely,

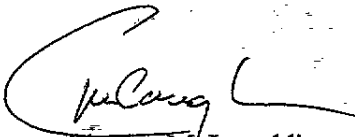

Charles McLaughlin
Encl.

ABB ACCOUNTING & TAX SERVICE, INC.
1500 NW 49th Street, #500
Ft Lauderdale, FL 33309

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 27 AM 7:59

R. Purinton AUG 28 1998

ARTICLES OF INCORPORATION

OF

MARKETING DIVERSIFICATION, INC

The undersigned subscriber(s) to these Articles of Incorporation, are natural persons competent to contract, and hereby form a corporation under the laws of the State of Florida

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ARTICLE I. NAME

The name of the corporation shall be

MARKETING DIVERSIFICATION, INC.

The principal place of business of this corporation shall be 3301 NW 47th Terrace, #110; Lauderdale Lakes, FL 33315.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful business or activities as permitted under the laws of the United states, the State of Florida or any other State.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 (one Thousand) shares of common stock having a \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 3301 NW 47th Terrace, #110; Lauderdale Lakes, FL 33315, and the name of the registered agent at that address is **Charles McLaughlin**.

ARTICLE V. TERM OF EXISTENCE

This corporation shall exist perpetually. Every shareholder upon the sale for 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 at the price at which it is offered to others.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporation that the corporation will qualify under section 1362 of the Internal Revenue Code and that the corporation will file as a Sub-Chapter S Corporation.

ARTICLE VII. DIRECTORS

The names and post office address of the members of the first Board of Directors; these said people are the subscribers of these Articles of Incorporation:

| NAME | TITLE | POST OFFICE ADDRESS |
|--------------------|------------------------------|--|
| Charles McLaughlin | President | 3301 NW 47th Terr., #110 Lauderdale Lks, FI 33315 |
| Marcia Cole | Vice President/ Secretary | 3301 NW 47th Terr., #110 Lauderdale Lks, FI 33315 |
| Joan Parker | Treasurer | 3301 NW 47th Terr., #110 Lauderdale Lks, FI 33315 |

ARTICLE VIII.

The name and post office address of each subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof, the proceeds of which amount to One Thousand Dollars (\$1,000.00) are:

| NAME | ADDRESS | # SHARES | VALUE |
|--------------------|--|-----------------|--------------|
| Charles McLaughlin | 3301 NW 47th Terr., #110 Lauderdale Lks, Fl | 400 | \$400.00 |
| Marcia Cole | 3301 NW 47th Terr., #110 Lauderdale Lks, Fl | 400 | \$400.00 |
| Joan Parker | 3301 NW 47th Terr., #110 Lauderdale Lks, Fl | 200 | \$250.00 |

ARTICLE IX. OTHER PROVISION

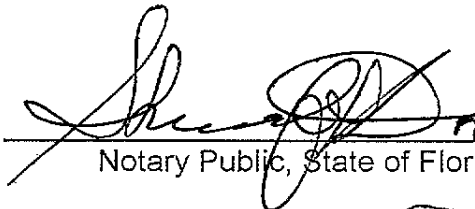
The corporation shall have the power to enter into, for the benefit of its employees, one or more of the following; (a) a pension plan, (b) a profit-sharing plan; (c) a stock bonus plan; (d) a thrift and savings plan; (e) a restricted stock option plan; or (f) other retirement or incentive compensation plans.

State of Florida

County of Broward

Before Me, The undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, Charles McLaughlin personally appeared to me, well known to be person(s) who executed the foregoing articles of Incorporation and they executed the same freely and voluntarily for the purposes therein expressed.

Witness my hand and official seal this 15TH day of August, 1998 at Fort Lauderdale, Broward County.


Notary Public, State of Florida

NOTARY PUBLIC
STATE OF FLORIDA
STANFORD DIXON
COMMISSION # CC 501108
EXPIRES OCT 11, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

NOTARY PUBLIC
STATE OF FLORIDA
STANFORD DIXON
COMMISSION # CC 501108
EXPIRES OCT 11, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

In Witness whereof, we, the undersigned, being the original subscribers to the capital stock herein above named, for the purpose of forming a corporation to do business in the state of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares, herein above set forth, and hereunto set our hand seals this

15TH

day of

August

, 1998

Signed, Sealed and Delivered

Charles McLaughlin

Charles McLaughlin

Marcia Cole

Marcia Cole

Joan Parker

Joan Parker



STANFORD DIXON
COMMISSION # CC 501108
EXPIRES OCT 11, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

Justus S. Bell

Witness

Justus S. Bell

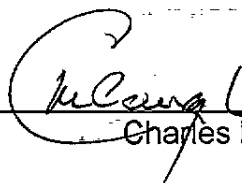
Witness

Justus S. Bell

Witness

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SECRETARY OF STATE
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98 AUG 27 AM 7:59

Charles McLaughlin, Located at 3301 NW 47th Terrace, #110; Lauderdale Lakes, FL 33315; having been named to accept service of process for the above state 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 and complete performance of my duties, and I accept the duties and obligations of section 607.325 Florida statutes.

A handwritten signature in cursive script, appearing to read 'C. McLaughlin', is written over a horizontal line.

Charles McLaughlin

08. 12. 98

Date