

P98000078278

James T. Lovern
5501 28th St. N., Ste. 33
St. Petersburg, FL 33714
August 31, 1998
(727) 521-2227

Florida Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

400002632824-1
-09/04/98-01119-005
*****70.00 *****70.00

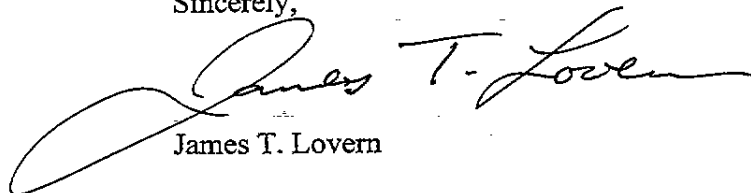
Dear Sir/Madame:

Please find enclosed the articles of incorporation for a new corporation, JTL Marketing Inc., in addition to a check in the amount of \$70.00 to cover the filing fees.

If you have any questions, please feel free to call me at the number above.

Thank-you.

Sincerely,


James T. Lovern

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-10-98
JTL

**ARTICLES OF INCORPORATION
OF
JTL Marketing Inc.**

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is JTL Marketing Inc.

SECOND: The principal address of the corporation is:

5501 28th St. N., Ste. 33
St. Petersburg, FL 33714

THIRD: The period of its duration is perpetual.

FOURTH: The purpose for which the corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

FIFTH: The aggregate number of shares which the corporation will have authority to issue is 150 (one hundred fifty) shares of common stock, each share with a par value of \$1.00 (one dollar).

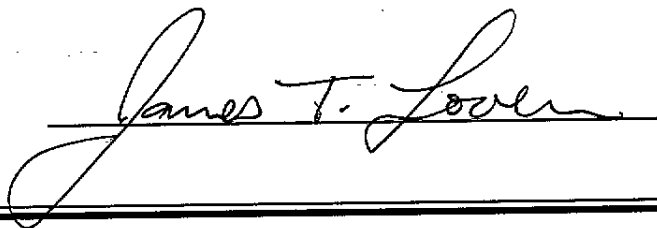
SIXTH: The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

James T. Lovern
5501 28th St. N., Ste. 33
St. Petersburg, FL 33714

SEVENTH: The name and address of the incorporator is:

James T. Lovern
5501 28th St. N., Ste. 33
St. Petersburg, FL 33714

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation August 31, 1998.



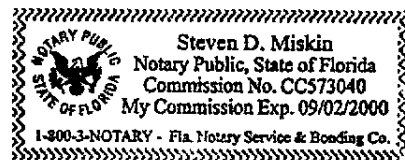
State of Florida

County of Pinellas:

The attached Articles of Incorporation for JTL Marketing Inc. were hereby acknowledged and sworn to before me August 31, 1998 by James T. Lovern. James T. Lovern is personally known to me.

Steven D. Miskin
Notary Public

My Commission Expires: 9-2-2000



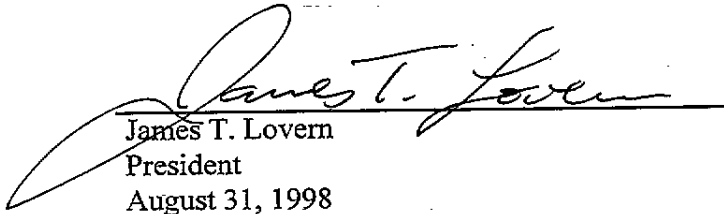
**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered agent/registered office in the State of Florida:

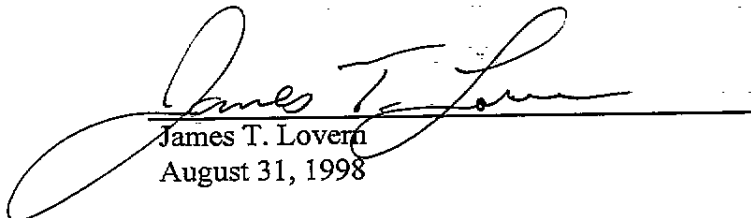
1. The name of the corporation is JTL Marketing Inc.
2. The name and address of the registered agent and office is:

James T. Lovern
5501 28th St. N., Ste. 33
St. Petersburg, FL 33714

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


James T. Lovern
President
August 31, 1998

Having been named to accept service of process for the above stated 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 of the Florida Statutes.


James T. Lovern
August 31, 1998