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To State

would you please mail copy

back in enclosed envelope.

J. Hubbs

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

FILED  
98 SEP 17 AM 7:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

James Morris  
339 S.E. 47th Terr.  
Cape Coral, Fl. 33903

W98-20745  
TA-9/18/98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 11, 1998

JAMES MORRIS  
1339 SE 47TH TERR  
CAPE CORAL, FL 33903

SUBJECT: INTERNATIONAL MARKETING SYSTEMS CORPORATION  
Ref. Number: W98000020745

We have received your document for INTERNATIONAL MARKETING SYSTEMS CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The registered agent must sign accepting the designation.

SINCE YOU SIGNED AS ONE OF THE INCORPORATORS, PLEASE TYPE "INCORPORATOR & REGISTERED AGENT BY YOUR SIGNATURE. ALSO, IN THE ACCEPTANCE STATEMENT ON THAT SAME PAGE, PLEASE REMOVE ALL REFERENCES TO "WE" AS THERE CAN BE ONLY ONE REGISTERED AGENT. REPLACE THE "WE" WITH "I".

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Tracy Augsburger  
Document Specialist

Letter Number: 698A00046188

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
FOR  
IMAGINE THAT MARKETING INC.**

The undersigned, acting as the incorporator of a corporation pursuant to the Florida Business Corporation Act, adopt the following articles of incorporation:

**ARTICLE ONE: NAME**

The name of the Corporation shall be:

**IMAGINE THAT MARKETING INC.**

**ARTICLE TWO: PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

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

1339 S.E. 47th Terr., Cape Coral, Florida 33903.

**ARTICLE THREE: PURPOSE**

The purpose for which the Corporation is organized is to engage or transact in any or all lawful activities of business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE FOUR: CORPORATE DURATION**

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is upon filing with the State of Florida.

**ARTICLE FIVE: DIRECTORS**

The number of directors of the corporation shall be three; provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The people named herein as the first board of directors shall hold office until the first meeting of members, at which time an election of directors shall be held. The manner in which the directors are elected or appointed shall be as stated in the by-laws. The name and residential address of the persons who is to serve as the initial directors are:

Name	Residential Address
President James C. Morris	12860 S. Cleveland Ave #119 Fort Myers, Florida 33907
Vice President Mark R. McKenney	4525 County Club Blvd. #210 Cape Coral, Florida 33904
Secretary Ronald D. Nichols	4940 Vincennes St. #205 Cape Coral, Florida 33904

#### **ARTICLE SIX: CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is one million. Such shares shall be of a single class, common, and shall be without par value.

#### **ARTICLE SEVEN: REGISTERED OFFICE AND AGENT**

The name and the street address of the initial registered agent is:

James C. Morris "Incorporator & Registered Agent"	1339 S.E. 47 <sup>th</sup> Terr. Cape Coral, Florida 33903
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#### **ARTICLE EIGHT: INCORPORATORS**

The name and street address of the incorporators are:

Name	Residential Address
President James C. Morris	12860 S. Cleveland Ave #119 Fort Myers, Florida 33907
Vice President Mark R. McKenney	4525 County Club Blvd. #210 Cape Coral, Florida 33904
Secretary Ronald D. Nichols	4940 Vincennes St. #205 Cape Coral, Florida 33904

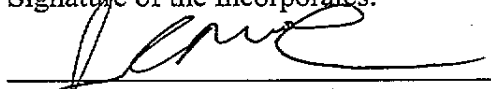
## ARTICLE NINE: LIABILITY

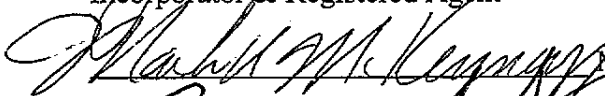
The private property of the Directors shall be non-assessable and shall not be subject to the payment of any corporate debts, nor shall any of the aforementioned become individually or corporately liable or responsible for any debts or liabilities of the corporation.

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 607.0501 FLORIDA STATUTES.

The undersigned incorporator has executed these Articles of Incorporation this 15th day of Sept, 1998.

Signature of the Incorporates:

 James C. Morris (President)  
Incorporator & Registered Agent

 Mark R. McKenney (Vice President)

 Ronald D. Nichols (Secretary)

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