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CORRESPONDING OFFICE

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One Gateway Center
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Newark, New Jersey 07102

P98000081806

September 14, 1998

TRANSMITTAL LETTER

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

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-09/18/98-01033-002
*****70.00 *****70.00

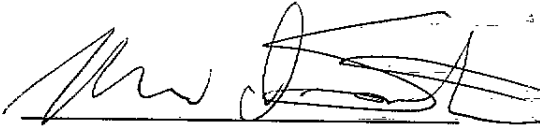
SUBJECT: CALIBER MARKETING CORP.

Kindly find enclosed the original Articles of Incorporation for **CALIBER MARKETING CORP.** along with a check in the amount of \$70.00 for filing fee and designation of registered agent. Also enclosed is a photocopy of the Articles of Incorporation, please return this to my office along with the filing date stamped on it.

Thank you,

LAW OFFICES OF
MICHAEL I. SANTUCCI, P.A.

BY:


Michael I. Santucci, Esquire

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

98 SEP 18 AM 8:22

FILED

Prepared By:
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ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be: **CALIBER MARKETING CORP.**

ARTICLE II PRINCIPAL OFFICE

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

21465 Woodchuck Lane
Boca Raton, FL 33428

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1000) Shares

ARTICLE IV PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE V RESTRICTIONS ON TRANSFER OF SHARES

No shares shall be issued or transferred without the express approval of the board of Directors.

ARTICLE VI BOARD OF DIRECTORS

The number of directors constituting the initial board of directors shall be one (1), and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successors are elected and qualified is:

Patrick Edward Gibbons
21465 Woodchuck Lane
Boca Raton, FL 33428

ARTICLE VII OFFICERS

The name and address of the initial President shall be:

Patrick Edward Gibbons
21465 Woodchuck Lane
Boca Raton, FL 33428

ARTICLE VIII INITIAL REGISTERED AGENT/ADDRESS

The name and address of the initial registered agent is:

Patrick Edward Gibbons
21465 Woodchuck Lane
Boca Raton, FL 33428

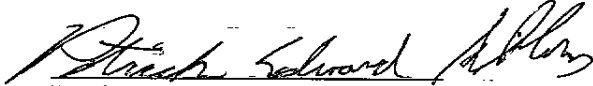
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ARTICLE IX INCORPORATOR

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

Patrick Edward Gibbons
21465 Woodchuck Lane
Boca Raton, FL 33428

The undersigned incorporator has executed these Articles of Incorporation this 14 day
of SEP, 1998.


Patrick Edward Gibbons

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

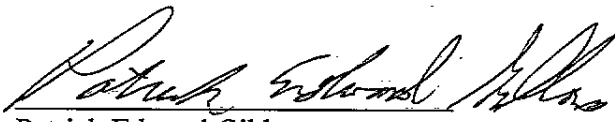
PURSUANT TO FL. STAT. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **CALIBER MARKETING CORP.**
2. The name and address of the registered agent is:

Patrick Edward Gibbons
21465 Woodchuck Lane
Boca Raton, FL 33428

HAVING BEEN NAMED AS REGISTERED AGENT 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.

14 SEP 1998
DATE


Patrick Edward Gibbons

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FILED
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DUNN COUNTY CLERK
TALLAHASSEE, FLORIDA