

Kinsey Vincent Pyle

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

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Daytona Beach, Florida 32114
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September 22, 1998

LA FEDERAL EXPRESS

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32301

300002648873--1
-09/25/98--01038--006
*****122.50 *****122.50

Re: Marketer's World International, Inc.

Gentlemen:

Enclosed is an original and one copy of proposed Articles of Incorporation for the referenced corporation, together with a check payable to your order covering the following items:

Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified Copy of	
Articles of Incorporation	<u>52.50</u>
 TOTAL	 \$122.50

Kindly return to us a certified copy of the Articles of Incorporation.

Very truly yours,



J. Doyle Tumbleson

pc
Enclosures

50 YEARS OF EXCELLENCE

Roy E. Kinsey
1917 - 1984

C. Aubrey Vincent, Jr.
1919 - 1977

Frank L. Pyle
1919 - 1983

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FILED
98 SEP 25 PM 2:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
MARKETER'S WORLD INTERNATIONAL, INC.
*A Florida Corporation***

FILED
98 SEP 25 PM 2:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is: MARKETER'S WORLD INTERNATIONAL, INC.

ARTICLE II - DURATION

These Articles of Incorporation shall become effective upon the date of their execution and acknowledgement, provided these Articles are filed by the Department of State within five (5) days of their signing and acknowledgement. If not, these Articles shall become effective upon the date they are filed by the Department of State.

ARTICLE III - GENERAL PURPOSES

The general purpose for which this corporation is initially organized is to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV - SHARES

The initial number of shares that this corporation is authorized to have outstanding at any one time is one hundred thousand (100,000) shares of common stock, each share having the par value of One Dollar (\$1.00).

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 150 South Palmetto Avenue, Daytona Beach, Florida 32114. The name of the initial Registered Agent of the corporation is J. Doyle Tumbleson.

ARTICLE VI - PRINCIPAL OFFICE

The street address of the principal office of the corporation is 2570 West International Speedway Blvd., Daytona Beach, Florida 32114.

ARTICLE VII - DIRECTORS

The number of directors constituting the initial board of directors is one (1), and the name and address of the person who is to serve as the member thereof is as follows:

Bradford J. Richdale
864 John Anderson Drive
Ormond Beach, Florida 32176

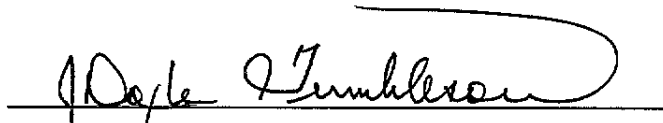
The number of directors may be changed from time to time as provided in the bylaws.

ARTICLE VIII - INCORPORATOR

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

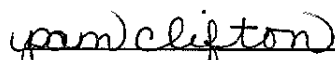
J. Doyle Tumbleson
150 South Palmetto Avenue
Daytona Beach, Florida 32114

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and acknowledge these Articles this 23rd day of September, 1998.


J. Doyle Tumbleson

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 23rd day of September, 1998 by J. Doyle Tumbleson who is personally known to me and who did not take an oath.


pam clifton
Notary Public
My Commission Expires:



***CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS***

Pursuant to Section 48.091, Florida Statutes, MARKETER'S WORLD INTERNATIONAL, INC. hereby designates J. Doyle Tumbleson and 150 South Palmetto Avenue, Daytona Beach, Florida 32114, as its Registered Agent and the street address of its registered office, respectively, for service of process within the State of Florida.

MARKETER'S WORLD
INTERNATIONAL, INC.

By: _____



Incorporator

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as Registered Agent of MARKETER'S WORLD INTERNATIONAL, INC. for service of process within the State of Florida.

FILED
98 SEP 25 PM 2:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA



J. Doyle Tumbleson