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DAVID W. MEEK  
10 Fairway Drive, Suite 307  
Deerfield Beach, Florida 33441

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT -1 PM 2:43

September 15, 1998

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-10/01/98--01019--014  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: FIRST CITY MARKETING, INC.

Gentlemen:

Enclosed please find proposed Articles of Incorporation for ONE (1) new Florida Corporations, FIRST CITY MARKETING, INC., along with a check in the amount of \$122.50.

Please place these documents in line for processing. Thank you very much.

Sincerely,



David W. Meek

enclosures

D. BROWN OCT - 1 1998

ARTICLES OF INCORPORATION

OF

FIRST CITY MARKETING, INC..

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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

1. NAME. The name of the Corporation is: FIRST CITY MARKETING, INC.

2. DURATION. The period of its duration is perpetual.

3. PURPOSE. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

4. CAPITAL STOCK. The corporation is authorized to issue One Hundred Million (100,000,000) shares of common stock, all of one class, at NO Par Value.

5. PRINCIPAL OFFICE. The address of the principal office of the corporation is as follows:

FIRST CITY MARKETING, INC.  
10 Fairway Drive, Suite 307  
Deerfield Beach, Florida 33441

6. INITIAL REGISTERED AGENT. The name and address of the initial registered agent of the corporation is as follows:

David W. Meek                      10 Fairway Drive, Suite 307  
Deerfield Beach, Florida 33441

7. INITIAL BOARD OF DIRECTORS. The corporation shall have ONE (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than ONE (1) director.

8. The name and address of the initial director of the corporation is:

NAME

ADDRESS

David W. Meek

10 Fairway Drive, Suite 307  
Deerfield Beach, Florida 33441

8. AMENDMENT OF ARTICLES. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
9. INDEMNIFICATION. To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.
10. INCORPORATOR. The name and address of the incorporator is:

NAME

ADDRESS

David W. Meek

10 Fairway Drive, Suite 307  
Deerfield Beach, Florida 33441

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15<sup>th</sup> day of September, 1998

David W. Meek

INCORPORATOR

STATE OF FLORIDA )

) SS

COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared DAVID W. MEEK, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me, that he executed the same for the purposes therein expressed.

15 IN WITNESS HEREOF, I have hereunto set my hand and seal this day of September, 1998.

Richard G. Doggett

NOTARY PUBLIC, State of Florida

MY COMMISSION EXPIRES:



Richard G Doggett  
My Commission CC742325  
Expires May 24, 2002

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CERTIFICATE DESIGNATING REGISTERED AGENT UPON  
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that FIRST CITY MARKETING, INC., a Florida corporation qualified to do business under the laws of this State, has appointed DAVID W. MEEK as its agent to accept service of process within this State at the following address:

DAVID W. MEEK  
10 Fairway Drive, Suite 307  
Deerfield Beach, Florida 33441

Having been named to accept service of process for the above stated corporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: David W. Meek  
David W. Meek

September 15, 1998