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To:
Division of Corporations
Fax Number : (850)922-4001

EFFECTIVE DATE
9-29-98

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Marketcard, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION

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Article I. Name

The name of this Florida corporation is:
Marketcard, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article II. Address

The mailing address of the Corporation is:
Marketcard, Inc.
8026 N.W. 72 Street
Tamarac FL 33321

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Joan Gentile
8026 N.W. 72 Street
Tamarac FL 33321

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Joan Gentile
Orlando Lawrence

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Maite Hoyos | FL Bar Member 849553
Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131
305-371-2132

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Maite Hoyos
Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on September 29, 1998.

The undersigned incorporator executed these Articles of Incorporation on October 5, 1998.



MAITE HOYOS
by G.K. Kuroda as attorney-in-fact

Maite Hoyos | FL Bar Member 849553
Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131
305-371-2132

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Marketcard, Inc.

REGISTERED AGENT/OFFICE:

Joan Gentile
8026 N.W. 72 Street
Tamarac FL 33321

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


JOAN GENTILE

by G.K. Kuroda as attorney-in-fact

Date: October 5, 1998.

Maite Hoyos | FL Bar Member 849553
Maite Hoyos, P.A.
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