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999000012941

February 4, 1999

State of Florida
Department of State
Division of Corporations
Attn: New Filings Section
P.O. Box 6327
Tallahassee, FL 34314

FILED
99 FEB - 8 AM 9:17
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Re: Incorporation of TAM Services Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of a certificate of incorporation for filing by your Department. Also enclosed is my check for \$70.00 for filing fees.

Please call me if there is any problem with filing these certificates of incorporation. In addition, any correspondence regarding the filing the certificate of incorporation should be addressed to the undersigned.

Thank you for your cooperation.

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-02/09/99--01006--005
*****70.00 *****70.00

Sincerely,

Robert G. Gargiulo
Robert G. Gargiulo

encl 3

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**ARTICLES OF INCORPORATION
OF
TAM Services Inc.**

The undersigned, Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State Of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation shall be TAM Services Inc.

ARTICLE II

The principal place of business and the mailing address of the Corporation is 1035 Sirius Trail, Sarasota, Florida 34232.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The maximum number of shares of stock that this Corporation is authorized to have outstanding is one thousand (1,000) shares of one class of no par value.

ARTICLE V

The Board of Directors may authorize the issuance of all or any portion of the corporation's shares without certificates.

ARTICLE VI

The name and address of the initial registered agent is:
Gaspare Martino
7310 South Tamiami Trail
Sarasota, Florida 34231

The Board of Directors may from time to time move the office of the registered agent to any other address in the State of Florida.

ARTICLE VII

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

Tobi Ann Martino
1035 Sirus Trail
Sarasota, Florida 34232

ARTICLE VIII

The general nature of the business to be transacted by this Corporation is: to conduct marketing services to include telemarketing services and, to engage in any and all other business purposes not prohibited by the Laws of the State of Florida.

ARTICLE IX

This Corporation shall initially have one (1) director. The number of Directors may be increased or diminished from time to time according to the by-laws adopted by the Stockholders, but shall never be less than one (1).

ARTICLE X

The name and address of the member of the initial Board of Directors is:

Tobi Ann Martino
1035 Sirus Trail
Sarasota, Florida 34232

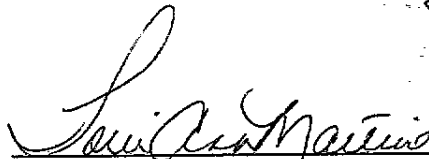
ARTICLE XI

These Articles of Incorporation may be amended in any manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors to the stockholders, and at a stockholders' meeting approved by a majority of stockholders entitled to vote thereon unless all Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII

Each shareholder shall have preemptive rights only in the portion of the shares being issued or sold by the corporation from time to time in the proportion that the number of shares then held by the shareholder bears to the total number of shares then outstanding. Each shareholder shall also have, on an equal basis with other shareholders, preemptive rights on any shares being issued or sold which were not purchased by other shareholders holding

preemptive rights.

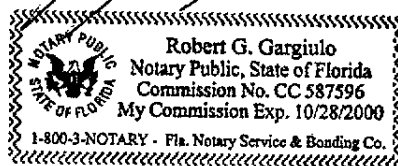

Tobi Ann Martino, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida)
County of Manatee)

On the 4th day of February, 1999, before me personally appeared Tobi Ann Martino, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged that she executed the same freely and voluntarily for the purposes therein contained. She is personally known to me or has produced _____ as identification and did (did not) take an oath.





ACCEPTANCE BY REGISTER AGENT

Have been named as registered agent and designated to accept service of process for the above corporation, 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.

Date: 2/3/99


Gaspare Martino