TRANSMITTAL LETTER

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

SUBJECT:

Proxima Marketing Group, Inc.

(Proposed corporate name - must include suffix)

FOUR 2771836
-02/10/99--01069******87.50 *******

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

□ \$70.00 □ \$78.75
Filing Fee Filing Fee & Certificate of Status

□ \$78.75
Filing Fee Filing Fee Filing Fee, & Certified Copy & Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM:

Diane Aguilera

Name (Printed or typed)

1001 West Cypress Creek Road, Suite 308

Address

Fort Lauderdale, FL 33309

City, State & Zip

305 - 516 - 7442

Daytime Telephone number

F. CHESSER FEB 1 2 1999

NOTE: Please provide the original and one copy of the articles.

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:

Proxima Marketing Group, Inc.

ARTICLE II PRINCIPAL OFFICE

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

1001 West Cypress Creek, Road, Suite 308, Fort Lauderdale, FL 33309

ARTICLE III SHARES

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

1,000 (One Thousand) Shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Diane Aquilera

1001 West Cypress Creek, Road, Suite 308, Fort Lauderdale, FL 33309

ARTICLE V INCORPORATOR

Signature/

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

Diane Aquilera

1001 West Cypress Creek Road, Suite 308, Fort Lauderdale, FL 33309

Diane Aquilera

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and 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 of registered agent

Signature/Registered Agent

Date

Diane Aguilera