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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

ACH Inc.

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- Certificate of Status
- Certificate of Good Standing
- ARTICLES ONLY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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<input type="checkbox"/>	NonProfit
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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
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<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
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<input type="checkbox"/>	Other

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
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Date: _____

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DIVISION OF CORPORATIONS

T. SMITH FEB 23 1999

ARTICLES OF INCORPORATION
OF
ACH, INC.

The undersigned hereby associates for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the state providing for the formation, liability, rights, privileges and immunities of a corporation for profit, and we hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I

The name of the corporation shall be ACH, INC.

ARTICLE II

The general nature of the business to be transacted by the corporation shall be as follows:

(a) To engage in the business of the development of, the marketing of and sale of address lists.

(b) To engage in any and all lawful business allowed in the State of Florida.

(c) To perform all acts allowed by the corporation act of the State of Florida.

ARTICLE III

The capital stock of this corporation shall consist of one hundred (100) shares of common stock having a par value of Five Dollars (\$5.00) per share and which shall be issued as fully paid and non-assessable. The stock of this corporation shall be so assigned, issued and transferred only in accordance with such By-Laws as the corporation shall from time to time make, change or alter with a lien reserve in favor of the corporation upon all of its capital stock for any indebtedness which may at any time be due by the holder of the same unto the corporation.

The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Directors.

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TALLAHASSEE, FLORIDA

ARTICLE IV

The amount of capital with which this corporation shall commence is at least Five Hundred (\$500.00) Dollars.

ARTICLE V

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VI

The principal place of business, initial office address and mailing address of the corporation shall be 1801 24th Street, Vero Beach, Florida, 32960.

ARTICLE VII

The number of Directors of this corporation shall initially be one (1) but the By-Laws may provide for such increase or decrease in number thereof as authorized by law.

ARTICLE VIII

The following person shall be the registered agent for the corporation to act as its agent to accept service of process within this State:

Name: Andrew C. Hunnewell
Address: 1801 24th Street
Vero Beach, Florida, 32960

ARTICLE IX

The names and post office addresses of the officers and members of the first Board of Directors who shall hold office for the first year of this corporation's existence or until their successors are chosen and have qualified are as follows:

Andrew C. Hunnewell
1801 24th Street
Vero Beach, Florida 32960

President/Secretary/Treasurer/
Director

ARTICLE X

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

<u>NAME</u>	<u>ADDRESS</u>
Andrew C. Hunnewell	1801 24th Street Vero Beach, Florida 32960

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE XI

The following provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting and regulating the powers of the corporation, its stockholders and directors are hereby adopted as a part of these Articles of Incorporation:

(a) No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation;

(b) The directors may prescribe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security upon the issuance of new certificates therefor;

(c) The original incorporators of the corporation shall have the right upon its organization to assign and deliver their subscriptions of stock as set forth in Article X herein to any other person, or to firms or corporations who may hereafter become subscribers to the capital stock of the corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporators, and assume and carry out all rights, liabilities and duties entailed by such subscriptions, subject to the Laws of the State of Florida, and the execution of the necessary instruments of assignment.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.

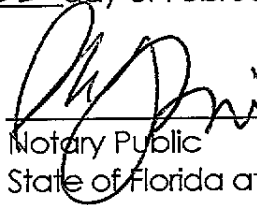
Dated: 2/22/99


Andrew C. Hunnewell

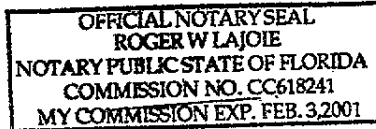
STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, the undersigned authority duly authorized to take and administer oaths in the State and County aforesaid, personally appeared ANDREW C. HUNNEWELL, () to me personally known to be, or (X) produced the following identification (N.H.D.L.) sufficient for me to be certain that he is, the individual described in and who subscribed the above and foregoing Articles of Incorporation; and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal of office in the State and County aforesaid this 22 day of February, 1999.



Notary Public
State of Florida at Large
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That ACH, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Vero Beach, County of Indian River, State of Florida, has named ANDREW C. HUNNEWELL, located at 1801 24th Street, Vero Beach, Florida, 32960, as its agent to accept service of process within the State of Florida.

Signature: Andrew C. Hunnewell
(Corporate Officer)

Title: President

Date: 2-22-99

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: Andrew C. Hunnewell
(Registered Agent)

Date: 2-22-99

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