

999000032379



ACCOUNT NO. : 072100000032

REFERENCE : 198594 5379C

AUTHORIZATION :

Patricia Kizub

COST LIMIT : \$ 78.75

ORDER DATE : April 8, 1999

ORDER TIME : 1:05 PM

ORDER NO. : 198594-005

CUSTOMER NO: 5379C

200002833712--7

CUSTOMER: Mr. V. Jean Owens
HARRIS BARRETT MANN & DEW
HARRIS BARRETT MANN & DEW
811b Cypress Village Blvd.
Ruskin, FL 33573

DOMESTIC FILING

NAME: HIGH IMPACT MARKETING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR - 8 PM 5:44

RECEIVED
99 APR - 8 1:40
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
CORPORATIONS
99 APR -8 PM 5:44

ARTICLES OF INCORPORATION

OF

HIGH IMPACT MARKETING, INC.

THE UNDERSIGNED HEREBY MAKES, SUBSCRIBES, ACKNOWLEDGES AND FILES THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I: NAME

The name of this corporation is **HIGH IMPACT MARKETING, INC.**

ARTICLE II: PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, including but not limited to: consulting, sales and marketing in the computer industry, investments in related fields, and copyrights.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 (One Thousand) Shares of common Stock of \$ 1.00 (One Dollar) per share par value.

ARTICLE IV: DURATION

This corporation is to exist perpetually.

ARTICLE V: PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at **839 *Symphony Isles Blvd., Apollo Beach, Florida 33572*** (principal office address).

The name and street address of the initial registered agent of the corporation in the State of Florida is:

**George Terlizzi
839 Symphony Isles Blvd.
Apollo Beach, FL 33572**

The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws.

Initially, this corporation shall have one (1) Director, the name of who is as follows:

<u>NAME</u>	<u>ADDRESS</u>
George Terlizzi	839 Symphony Isles Blvd. Apollo Beach, Florida 33572

ARTICLE VII: OFFICERS

The names and addresses of the officers of this corporation are as follows:

<u>NAME AND OFFICE</u>	<u>ADDRESS</u>
GEORGE TERLIZZI President/Secretary/Treasurer	839 Symphony Isles Blvd. Apollo Beach, FL 33572

ARTICLE VIII: COMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence upon filing with the Secretary of State's office.

ARTICLE IX: INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE X: BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI: AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

ARTICLE XII: INCORPORATORS

The name and address of the incorporator of this corporation is: _

NAME:

GEORGE TERLIZZI _

ADDRESS:

839 Symphony Isles Blvd. _
Apollo Beach, FL 33572 _

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as
Incorporator, by: GEORGE TERLIZZI (Incorporator).


Dated this 5th day of April, 1999.



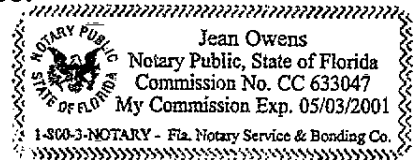
GEORGE TERLIZZI (Incorporator)

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 5th day of April,
1999, by **GEORGE TERLIZZI, Incorporator**, who is personally known to me or who
has produced a Driver's License as identification.



Notary Public
My Commission Expires:
Serial Number:



**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -3 PM 5:44


PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **HIGH IMPACT MARKETING, INC.**, a Florida corporation

2. The name and address of the registered agent and office is:

George Terlizzi
839 Symphony Isles Boulevard
Apollo Beach, FL 33572

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 as registered agent.



George Terlizzi

4.5.99

(Date)