

P99000052626

Merchant Systems International
1861 N. Federal Hwy., #297
Hollywood, FL 33020
Phone 954-925-9416
Fax 954-925-7676

Merchant Systems International

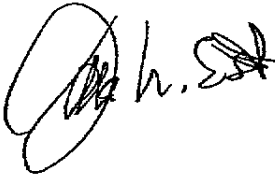
June 2, 1999

To Whom It May Concern:

Enclosed are two copies of Articles of Incorporation for Jade Direct Marketing, Inc. along with a check for \$78.75. Please register this corporation and send a stamped copy of the AOI, along with the other documents to 1861 N. Federal Highway, #297, Hollywood, FL 33020.

If I may provide more information or clarification, please call me at 954-925-9416.

Sincerely,



James W. Estes
Regional Director

600002897026-1
-06/07/99-01134-004
*****78.75 *****78.75

FILED
99 JUN -7 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-10-99
3

FILED
99 JUN -7 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

JADE DIRECT MARKETING, INC.

ARTICLE ONE

The name of the corporation is **JADE DIRECT MARKETING, INC.**

The principal address of the corporation is: **4657 NW 97th Place, Miami, FL 33178.**

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares, which the corporation shall have authority to issue, is two hundred (200) of no par value.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is **4657 NW 97th Place, Miami, FL 33178,** and the name of its initial registered agent at such address is **Peter Noel.**

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Peter Noel

Peter Noel



JAMES W. ESTES
COMMISSION # CC 695578
EXPIRES NOV 11, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is four (4) and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders of until their successors are elected and qualified are:

<u>Name</u>	<u>Mailing Address</u>
Peter Noel	4657 NW 97 th Place Miami, FL 33178

ARTICLE EIGHT

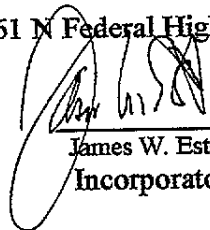
The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

James W. Estes

1861 N Federal Highway, Suite 297, Hollywood, FL 33020



James W. Estes
Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.