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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

Innovative Membership Marketing, Inc.

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FAX AUDIT # H99000017462**ARTICLES OF INCORPORATION**

In compliance with Chapter 607, F.S.

ARTICLE I NAME

The name of the corporation shall be: Innovative Membership Marketing, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 600 N.E. 36th St., Miami, Florida 33311. Located in Dade County

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: Consulting services

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000. The par value of each share of stock is \$0.10.

ARTICLE V OFFICERS/DIRECTORSThe name and address of the initial director is:
Robert Roth, 600 N.E. 36th St., Miami, FL 33311**ARTICLE VI REGISTERED AGENT**

The name and Florida Street address of the registered agent is: Vince Monard 600 N.E. 36th St., Miami, FL 33311. Located in Dade County

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Richard Oster, 214 N. Henry Street, Suite 201, Madison, WI 53703.

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: Vince Monard
Vince MonardDate 7/14/99Signature: Richard Oster
Richard Oster, IncorporatorDate 7/16/99The document was prepared by:
Richard Oster, 214 N. Henry Street, Suite 201, Madison, WI 53703. 608-251-6600FAX AUDIT # H9900001746299 JUL 16 AM 10:46
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