

MICHAEL MAGRUDER

ATTORNEY AT LAW

Waterfront Square

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Kissimmee, Florida 34741

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August 9, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****70.00 *****70.00

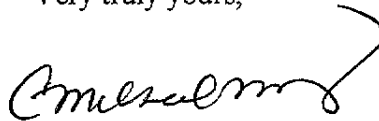
Re: RONALD ZIDEL & CO., INC

Dear Sir/Madam:

Enclosed please find original and one copy of Articles of Incorporation. Also enclosed is our check in the amount of \$70.00 for filing.

Please forward a copy along with your confirmation letter in the enclosed, self-addressed, stamped envelope.

Very truly yours,



C. Michael Magruder

CMM/cak
Enclosures

FILED
99 AUG 25 PM 12:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Handwritten initials and date: 8-25-99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 19, 1999

C.MICHAEL MAGRUDER, ESQ.
220 E. MONUMENT AVE., STE.C
KISSIMMEE, FL 34741

SUBJECT: RONALD ZIDEL & CO., INC.
Ref. Number: W99000018966

We have received your document for RONALD ZIDEL & CO., INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

As per our telephone conversation I am returning the Articles as you never called back with the Incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 799A00041732

ARTICLES OF INCORPORATION
OF
RONALD ZIDEL & CO., INC.

FILED
99 AUG 25 PM 12:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I
Corporate Name

The name of the corporation is **RONALD ZIDEL & CO., INC.**

ARTICLE II
Duration

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III
Purpose

This corporation is organized for the purpose of the mailing discount coupons, promotional and marketing material and for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
Capital Stock

The corporation is authorized to issue 10,000 shares of capital stock with no par value, which shall be designated "Common Shares".

ARTICLE V
Initial Registered Office and Agent

The principal office, and the mailing address of the corporation is:

801 W. State Rd. 426
Suite 2073,
Altamonte Springs, Florida

The name and street address of the initial registered agent of this corporation is:

C. MICHAEL MAGRUDER
220 E. Monument Ave., Ste C
Kissimmee, FL 34741

**ARTICLE VI:
Initial Board of Directors**

This corporation shall have one director initially. The number of Directors may be either increased or diminished from time-to-time by the by-laws, but shall never be less than one. The names and addresses of the initial director is as follows:

Margaret Schlimmer
801 W. State Rd. 426
Suite 2073,
Altamonte Springs, Florida

**ARTICLE VII
Incorporators**

The name and addresses of the incorporator signing these Articles of Incorporation is as follows:

C. MICHAEL MAGRUDER
220 E. Monument Ave., Ste C
Kissimmee, FL 34741

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24 day of August, 1999.


C. MICHAEL MAGRUDER

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 24 day of August, 1999, by C. MICHAEL MAGRUDER, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.



Crystal E. Gross
Commission # CC 819061
Expires Mar. 18, 2003
Bonded Thru
Atlantic Bonding Co., Inc.


NOTARY PUBLIC

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

Certificate of Registered Agent of **RONALD ZIDEL & CO., INC.**, pursuant to Florida Statutes, sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 220 E. Monument Ave., Suite C, Kissimmee, Florida 34741 has named C. MICHAEL MAGRUDER, located at the aforesaid address as its registered agent to accept service of process within this state. Under that acknowledgement having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate and being familiar with the obligations of that position, I hereby accept to act in this capacity and agree to comply with the provisions of Florida law in keeping open said office.


C. MICHAEL MAGRUDER

FILED
99 AUG 25 PM 12:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA