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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850)922-4001

From:

Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530

Phone : (305)358-2571

Fax Number : (305)358-7832

FLORIDA PROFIT CORPORATION OR P.A.

AMERICAN RESPONSE MARKETING SYSTEMS INC.

Certificate of Status	0
Certified Copy	1
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H99-24528

ARTICLES OF INCORPORATION

Article 1: Name of Corporation: AMERICAN RESPONSE MARKETING SYSTEMS INC.

Address of Corporation: 9700 SOUTH DIXIE HIGHWAY SUITE #900
MIAMI, FLORIDA 33156

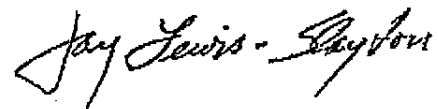
Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of \$0.10.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: JAY LEWIS-SLAYTON

REGISTERED OFFICE: 9700 SOUTH DIXIE HIGHWAY SUITE #900
MIAMI, FLORIDA 33156

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

09 / 28 / 99
Date



Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

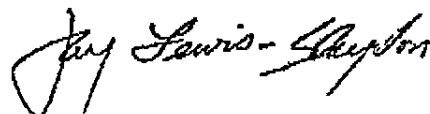
- 1.
- 2.
- 3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

JAY LEWIS-SLAYTON
9700 SOUTH DIXIE HIGHWAY SUITE #900
MIAMI, FLORIDA 33156

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In witness whereof, I have subscribed my name:



Signature of Incorporator

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571