

P970000 95757

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

SUBJECT: NCD ENTERPRISES, INC.  
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 70.00.

700002341367--0  
-11/07/97--01042--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FROM:

DEVRY E. DEWAN  
Name (printed or typed)  
7006 ATLANTIC BLVD.  
Address  
JACKSONVILLE, FLORIDA 32211  
City, State, & Zip  
( 904 ) 725-2906  
Telephone Number

CAMILLE GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT CORP. NAME  
DATE 11-7-97  
DOC. EXAM QNE

97 NOV - 7 PM 4: 56  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Note: Please provide the original and one copy of the Articles.

QNE 11-7-97

OF

NCD ENTERPRISES, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: NCD ENTERPRISES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, all in keeping with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$10.00 par value common stock which shall be designated "Common Stock."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE, MAILING OFFICE,  
AND REGISTERED AGENTS OFFICE

The street of the initial registered office, mailing office, and registered agent's office of this corporation is 7006 ATLANTIC BLVD., JACKSONVILLE, FL. 32211-8706

The name of the initial registered agent of this corporation is NAZIRA DEWAN

ARTICLE VII - INITIAL BOARD OF DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>
PRESIDENT/V. PRES./SEC./TREAS.	

NAZIRA DEWAN

7006 ATLANTIC BLVD.  
JACKSONVILLE, FL 32211-8706

NAME

NAZIRA DEWAN

ADDRESS

7006 ATLANTIC BLVD.  
JACKSONVILLE, FL. 32211-8706

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 5TH day of November, 1997.



\_\_\_\_\_  
SUBSCRIBER NAZIRA DEWAN

\_\_\_\_\_  
SUBSCRIBER

THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

FIRST - That NCD ENTERPRISES, INC.

desiring to organize or qualify under the laws of the State of Florida, with its principal place of  
business at the City of Jacksonville, State of Florida, has named **NAZIRA DEWAN**

located at 7006 Atlantic Blvd., Jacksonville, Florida  
32211-8706 its agent to accept service of process within Florida.

SIGNATURE *Nazira Dewan*  
NAZIRA DEWAN  
TITLE: PRESIDENT  
DATE: NOVEMBER 5, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
CAPTIONED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER  
PERFORMANCE OF MY DUTIES.

SIGNATURE *Nazira Dewan*  
REGISTERED AGENT  
NAZIRA DEWAN  
DATE: NOVEMBER 5, 1997

FILED  
97 NOV - 7 PM 4: 56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared **NAZIRA DEWAN**

known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 5th day of November, 1997.

*Camille Ann Guinan*  
NOTARY PUBLIC, STATE OF FLORIDA.  
AT LARGE

OFFICIAL NOTARY SEAL  
CAMILLE ANN GUINAN  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC574634  
MY COMMISSION EXP. AUG. 5, 2000

FILED  
97 NOV - 7 PM 4: 56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA