

TRANSMITTAL LETTER

P00000015413

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

SUBJECT: BDL FINANCIAL, CORP.
(Proposed corporate name - must include suffix)

900003126709--0
-02/03/00--01015--006
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☒ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Victoria Olesky
 Name (Printed or typed)

1799 7th Ave. N.
 Address

Lake Worth, FL 33461
 City, State & Zip

(561) 586-6100 Ext. 25
 Daytime Telephone number

FILED
00 FEB -7 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

T. Burch FEB 14 2000

**ARTICLES OF INCORPORATION
OF**

FILED

00 FEB -7 PM 12: 32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is BDL FINANCIAL CORP.

ARTICLE II- DURATION

This corporation shall have perpetual duration beginning on THE DATE OF INCORPORATION.

ARTICLE III- PURPOSE

The purpose or purposes for which the corporation is organized are to engage in the practice of buying, selling and contracting for commodities and to do everything necessary, proper, advising or convenient for the accomplishment of said purpose, and to do all other things incidental to them or connected with them, and for the purpose of transacting any or all lawful business not specifically forbidden by the Florida Corporation Laws or by other laws, or by these Articles of Incorporation.

ARTICLE IV- CAPITAL STOCK

This corporation is authorized to issue one hundred thousand (100,000) shares of One Dollar (\$1 .00) par value Common Stock, which shall be designated "Common Shares".

**ARTICLE V -PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS OF SHARES OF
COMMON STOCK**

SECTION 1. DIVIDENDS

The holders of record of the Common Shares shall be entitled to cash dividends when and as declared by the Board of Directors at the rate per share per annum and at the time and in the matter determined by the Board of Directors in the resolution authorizing such cash dividends.

SECTION 2. VOTING RIGHTS

Except as otherwise provided by the law, the entire voting power for the election of directors and for other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1799 7th Ave. N, Lake Worth, FL 33461, and the name of the initial registered agent of this corporation is Victoria Olesky. The principal office of this corporation is 1799 7th Ave. N, Lake Worth, FL 33461. The registered office of this corporation is the same as the principal office.

ARTICLE VII- INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director's of this corporation are:

Florentine Van Tiem
1799 7th Ave. N.
Lake Worth, FL 33461

David Abbott
65 Windsor D
West Palm Beach, FL 33417

Robert Froyen
1799 7th Ave. N.
Lake Worth, FL 33461

ARTICLE VII- INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Victoria Olesky, 1799 7th Ave. N., Lake Worth, FL 33461.

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal by laws of the corporation shall be vesting in the Board of Directors and Shareholders.

ARTICLE X - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at each election shall have the right to cumulate his vote by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates. Notice must be given by any shareholder to the president or vice-president of said corporation not less than 24 - hours prior to the time set for the holding of a shareholders meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

ARTICLE XI- SHAREHOLDER VOTING

Majority consent of the shareholders of this corporation shall be required for any shareholder action.

ARTICLE XII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case whether or not such approval is required by law.

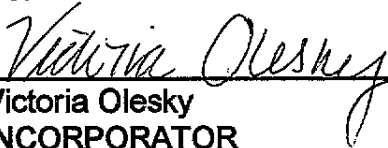
ARTICLE XIII - INDEMNIFICATION

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

ARTICLE XIV - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 2nd day of January, 2000.


Victoria Olesky
INCORPORATOR

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a notary public authorized to take acknowledgments in the State and County set before above, personally appeared Victoria Olesky, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and has produced DRIVERS LICENSE as identification and did not take an oath and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the State and County aforesaid, this 3rd day of February, 2000.


NOTARY PUBLIC



Anthony E. Johnson
MY COMMISSION # CC858281 EXPIRES
July 26, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

I HEREBY CERTIFY that I am a permanent resident of Boynton Beach, Florida with my business office located at 1799 7th Ave. N., Lake Worth, FL 33461. I do hereby accept the foregoing designation of registered agent.

Dated at Lake Worth, Florida this 2nd day of February, 2000.


Victoria Olesky