

PO00000117103

ZINDY, INC.
5103 HEATH DRIVE
ORLANDO, FLORIDA 32812
407-2751461

December 14, 2000

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

100003504041-8
-12/18/00--01095--001
*****70.00 *****70.00

RE: Articles of Incorporation

To Whom It May Concern:

Please incorporate the Zindy, Inc. on January 1, 2001.

Best Regards,

Rosario Martinez
Rosario Martinez
President

FILED
00 DEC 18 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
01/01/01

Rosario
GAVE
AUTHORIZATION BY PHONE TO
CORRECT *art IV eff date*
DATE *12/26/00*
DOC. EXAM *BC*

SeB
12/26

EFFECTIVE DATE
01/01/01

ARTICLES OF INCORPORATION
OF
ZINDY, INC.

FILED
00 DEC 18 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida general Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

ZINDY, INC.

The principal place of business of this corporation shall be:

5103 Heath Drive
Orlando, Florida 32812

ARTICLE II NATURE OF BUSINESS

The corporation may engage in or transact any of or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is one thousand (1,000) at \$1.00 Par.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually. **MAKE EFFECTIVE JANUARY 1, 2001**

ARTICLE V OFFICERS DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER:
ROSARIO MARTINEZ
5103 HEATH DRIVE
ORLANDO, FL 32812

ARTICLE VI INCORPORATORS

The names and street addresses of the Incorporators to these articles of incorporation are:

ROSARIO MARTINEZ
5103 HEATH DRIVE
ORLANDO, FL 32812

IN WITNESS WHEREOF, the undersigned Incorporators have executed these articles of Incorporation this 14 of December 2000.

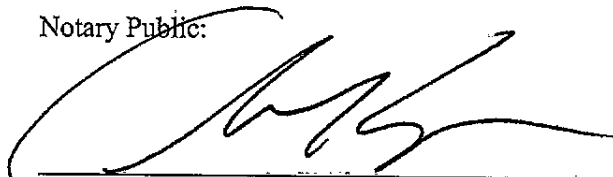
Signatures of Incorporators:


Rosario Martinez

STATE OF FLORIDA
COUNTY OF ORANGE

THE FOREGOING instrument was acknowledged and sworn before me this 14 of December 2000 by ROSARIO MARTINEZ 5103 Heath Drive, Orlando, FL 32812. Incorporator(s) of ZINDY, INC., they newly formed corporation.

Notary Public:


CHRISTOPHER L. KOZLOWSKI



Chris Kozlowski
MY COMMISSION # CC848689 EXPIRES
June 22, 2003
BONDED THRU TROY FAIN INSURANCE, INC

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the Undersigned Corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is: ZINDY, INC.

The name and address of the registered agent in office is:

ROSARIO MARTINEZ
5103 HEATH DRIVE
ORLANDO, FL 32812

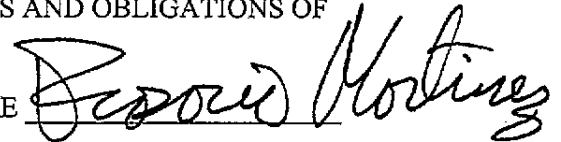
Signature
President



December 14, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE



December 14, 2000

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00 DEC 18 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA