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ACCOUNT NO. : 072100000032

REFERENCE : 079061 81386A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 15, 2001

ORDER TIME : 1:42 PM

ORDER NO. : 079061-005

CUSTOMER NO: 81386A

CUSTOMER: Robert E. Aylward, Esq  
Robert E. Aylward, Esq

Suite 100  
600 S. Magnolia Avenue  
Tampa, FL 33606

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-03/15/01--01073--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

DOMESTIC FILING

NAME: NDN, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
\_\_\_\_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Denise Mick - EXT. 1150

EXAMINER'S INITIALS:

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 MAR 15 PM 2:32  
NOT INTENDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

PH 3/15/01

FILED  
01 MAR 15 PM 3:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION  
OF  
NDN, INC.**

01 MAR 15 PM 3:10

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act (the "Act"), and pursuant to the following Articles of Incorporation.

**ARTICLE 1**

**Name**

The name of this corporation is: **NDN, INC.**

**ARTICLE 2**

**Principal Office**

The principal office and mailing address of this corporation is: 2540 Seventh Street North, St. Petersburg, Florida 33704.

**ARTICLE 3**

**Shares**

This corporation is authorized to issue 1 million shares of voting common stock, par value \$.01 per share.

**ARTICLE 4**

**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is: 600 S. Magnolia Ave., Suite 100, Tampa, Florida 33606; and the name of the initial registered agent of this corporation is: **Robert E. Aylward.**

**ARTICLE 5**

**Incorporator**

The name and address of the person signing these Articles of Incorporation are:

**NAME**

**ADDRESS**

Robert E. Aylward

600 S. Magnolia Ave.  
Suite 100  
Tampa, Florida 33606

## **ARTICLE 6**

### **Amendment**

The stockholders reserve the right to amend, alter, change, or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on directors and officers herein are granted subject to this reservation.

## **ARTICLE 7**

### **Indemnification**

This corporation may enter into indemnification agreements and adopt bylaw provisions for the indemnification of any director, officer, employee, or agent of the corporation, or may provide, at the corporation's election, for indemnification of any director, officer, employee, or agent of the corporation without agreement or bylaw provisions to the full extent permitted by law. The corporation, however, shall not be subject to court ordered indemnification pursuant to section 607.0950(9), Florida Statutes.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation the 14th day of March, 2001.

  
\_\_\_\_\_  
**ROBERT E. AYLWARD**

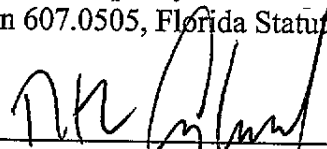
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01 MAR 15 PM 3:10

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, **Robert E. Aylward**, having been named as registered agent to accept service of process for the above named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

  
\_\_\_\_\_  
**ROBERT E. AYLWARD**

KRATZER/NDNARTINC