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OLSON & BEARDEN, P.A.

ATTORNEYS-AT-LAW

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112 SOUTH MAGNOLIA AVENUE  
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February 2, 2001

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-03/01/01--01036--002  
\*\*\*\*122.50 \*\*\*\*78.75

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32304

Re: HMD, INC.

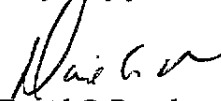
Gentlemen and Ladies:

Enclosed please find an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$ 35.00
Registered Agent Fee	\$ 35.00
Certified Copy	\$ 52.50
Total Due	\$ 122.50

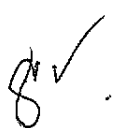
Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Very truly yours,

  
David C. Bearden, Esq.

FILED  
01 APR 23 AM 11:13  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

D. WHITE APR 23 2001





FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 5, 2001

DAVID C. BEARDEN, ESQUIRE  
112 SOUTH MAGNOLIA AVENUE  
TAMPA, FL 33606

SUBJECT: HMD, INC.  
Ref. Number: W01000004973

MAR 08 2001

We have received your document for HMD, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dale White  
Document Specialist

Letter Number: 301A00013414

FILED

ARTICLES OF INCORPORATION  
HAMADE ENTERPRISES, INC.

01 APR 23 AM 11:14

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I  
NAME

The name of this corporation is HaMaDe Enterprises, Inc.

ARTICLE II  
DURATION

This Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE III  
BUSINESS

This Corporation is organized to develop opportunities which would benefit the shareholders and to do every other act or thing incidental or pertinent to or growing out of or connected with the aforesaid purpose and in addition, to engage in any other business or businesses permitted under the laws of the United States and Florida.

ARTICLE IV  
CAPITAL STOCK

The maximum number of shares of stock authorized to be issued by this Corporation is 6500 shares of capital stock at \$.01 par value, all of which shall have the same rights and privileges. Each share of capital stock shall entitle the holder thereof to one (1) vote at any stockholder meeting and otherwise to participate in all such meetings and the assets of the Corporation. The stock shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value at least equal to the full

par value of said shares. The stock may be paid for in lawful money of the United States of America, or in property, labor or services.

#### ARTICLE V PRE-EMPTIVE RIGHTS

The stockholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares, but in either case only as such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

#### ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is:

765 Ruskin Road  
Clearwater, FL 33765

The name and address of the Registered Agent of this Corporation is:

Neal Smalbach.  
905 E. Martin Luther King Blvd.  
Tampa, FL 34689

The corporation shall have the privilege of establishing such other branch offices in any other location or any other city or town, in this state or any other State or County, as may be approved by its Board of Directors.

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

NAME	ADDRESS
Neal Smalbach	765 Ruskin Road Clearwater, FL 33765

ARTICLE VIII  
INDEMNIFICATION

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

ARTICLE IX  
AMENDMENT

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

ARTICLE X  
INCORPORATORS

The name and address of the person(s) signing these Articles of Incorporation is:

NAME	ADDRESS
Neal Smalbach	765 Ruskin Road Clearwater, FL 33765

IN WITNESS WHEREOF, the undersigned subscriber has executed these  
Articles of Incorporation of this 20 day of April, 2001.

  
\_\_\_\_\_  
Neal Smalbach

STATE OF FLORIDA  
COUNTY OF PINELLAS

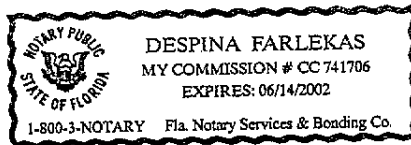
BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, Neal Smalbach who did not take an oath personally appeared known to me to be the person who executed the foregoing Articles of HaMaDe Enterprises, Inc. and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Pinellas County, Florida, this 20 day of April, 2001.

Despina Farlekas  
Notary Public

DESPINA FARLEKAS  
Printed Name

My commission expires: 6/14/02



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I HEREBY ACCEPT the designation of Registered Agent to accept service of process for HaMaDe Enterprises, Inc.

  
\_\_\_\_\_  
Neal Smalbach

FILED  
01 APR 23 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above personally appeared, Neal Smalbach, known to me to be the person who executed the foregoing Acceptance of Designation as Registered Agent, and he acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in PINELLAS County, Florida, this 20 day of April, 2001.

  
\_\_\_\_\_  
Notary Public

DESPINA FARLEKAS  
\_\_\_\_\_  
Printed Name

My commission expires:

6/14/02

