

Division of Corporations

**PO1000057165****Florida Department of State**

Division of Corporations

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To:

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Fax Number : (850) 205-0381

From:

Account Name : JO CLAIRE SPEAR, P.A.  
Account Number : I20000000042  
Phone : (727) 895-8446  
Fax Number : (727) 895-8447

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**DOMESTICATION****INNOVATIVE DEVELOPMENT SERVICES GROUP, INC.**

|                       |          |
|-----------------------|----------|
| Certificate of Status | 1        |
| Certified Copy        | 1        |
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**CERTIFICATE OF DOMESTICATION**

The undersigned, KATHLEEN R. McDONALD, President of INNOVATIVE DEVELOPMENT SERVICES GROUP, INC., a foreign Corporation, registered to conduct business in Florida under Document #F99000002492, in accordance with F.S., 607.1801 does hereby certify the following:

1. The date on which the Corporation was first formed was: August 14, 1990.
2. The jurisdiction where the above named Corporation was first formed, incorporated, or otherwise came into being was: The State of Maryland.
3. The name of the Corporation immediately prior to the filing of this Certificate of Domestication was: Innovative Development Services Group, Inc.
4. The name of the Corporation, as set forth in its Articles of Incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is: Innovative Development Services Group, Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the Corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was: The State of Maryland.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am PRESIDENT of INNOVATIVE DEVELOPMENT SERVICES GROUP, INC., and am authorized to sign this Certificate of Domestication on behalf of the Corporation and have done so this the 5th day of June, 2001.

  
Kathleen R. McDonald

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Prepared by and Return to:  
Jo Claire Spear, Esq. (Fla. Bar #0847781)  
100 Second Ave. S., Suite 200-S  
St. Petersburg, FL 33701

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**ARTICLES OF INCORPORATION**  
**OF**  
**INNOVATIVE DEVELOPMENT SERVICES GROUP, INC.**

For the purpose of domesticating and forming Innovative Development Services Group, Inc. as a corporation under Chapter 607 of the Florida Statutes, the undersigned do hereby agree to the following:

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation is INNOVATIVE DEVELOPMENT SERVICES GROUP, INC. (hereinafter referred to as the "Corporation").

**ARTICLE II**

**INITIAL PRINCIPAL OFFICE  
AND MAILING ADDRESS**

The initial principal office and the mailing address of the Corporation is 3401 37<sup>th</sup> Street South, St. Petersburg, FL 33711.

**ARTICLE III**

**COMMENCEMENT DATE AND DURATION**

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida, commencing as of August 14, 1990, the date on which the Corporation's Articles of Incorporation were first filed in the jurisdiction of the State of Maryland, and domesticated in the State of Florida as of the date these Articles of Incorporation are filed with the Florida Department of State.

**ARTICLE IV**

**NATURE OF BUSINESS**

This Corporation is being formed for the following purposes:

To conduct any and all business activities permitted by the laws of the State of Florida.

To generally have and exercise all powers, rights and privileges necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers herein named or for the enhancement Prepared by and Return to:

Jo Claire Spear, Esq. (Fla. Bar #0847781)

100 Second Ave. S., Suite 200-S

St. Petersburg, FL 33701

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of the value of any property of the Corporation or which at any time appear conducive thereto or expedient.

## ARTICLE V

### CAPITAL STOCK

The Corporation is authorized to issue 100,000 shares of common voting stock having a par value of \$1.00 per share.

## ARTICLE VI

### INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Corporation is Jo Claire Spear, Esquire, and the street address of the initial registered office of the Corporation is 100 Second Avenue South, Suite 200, South Tower, St. Petersburg, FL 33701.

## ARTICLE VII

### INITIAL BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors. Directors shall be elected and shall hold office as provided in the Bylaws.

This Corporation shall have two (2) Directors initially. The names and addresses of the initial members of the Board of Directors of this Corporation are as follows:

Kathleen R. McDonald  
3401 37<sup>th</sup> Street South  
St. Petersburg, FL 33711

Marilyn Thornbury  
3401 37<sup>th</sup> Street South  
St. Petersburg, FL 33711

The number of Directors shall be as provided in the Bylaws of the Corporation, but shall never be less than one (1).

## ARTICLE VIII

### OFFICERS

The officers of the Corporation shall be a President, one or more Vice Presidents (if determined to be necessary by the Board of Directors), a Secretary, and a Treasurer. The Board of Directors may elect

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or appoint such other officers, assistant officers, and agents as the Directors deem necessary. The officers shall have such duties, responsibilities, and powers as provided by the Bylaws.

The names and addresses of the persons who are to serve as the initial officers of the Corporation are as follows:

President  
and Secretary:

Kathleen R. McDonald  
3401 37<sup>th</sup> Street South  
St. Petersburg, FL 33711

Vice President  
and Treasurer:

Marilyn Thornbury  
3401 37<sup>th</sup> Street South  
St. Petersburg, FL 33711

The initial officers shall serve until their respective successors are duly appointed and qualified.

#### ARTICLE IX

##### AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS

The power to amend these Articles of Incorporation may be exercised by the Board of Directors, without action of the shareholders, for matters specified under Section 607.1002 of the Florida Statutes; otherwise, these Articles may be amended by the Board of Directors and the shareholders as provided by law. If no shares have been issued, the power to amend these Articles of Incorporation may be exercised by the Board of Directors or the Incorporator as provided by Florida Statutes, Section 607.1005.

Following the filing of these Articles of Incorporation, the Board of Directors, by appropriate action, shall adopt or reconfirm initial Bylaws for the Corporation. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended or repealed only by the shareholders.

#### ARTICLE X

##### POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

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## ARTICLE XI

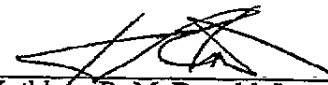
INCORPORATORS

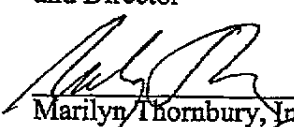
The names and addresses of the persons signing these Articles as incorporators are:

Kathleen R. McDonald  
3401 37<sup>th</sup> Street South  
St. Petersburg, FL 33711

Marilyn Thornbury  
3401 37<sup>th</sup> Street South  
St. Petersburg, FL 33711

IN WITNESS WHEREOF the undersigned executed these Articles of Incorporation for the purpose of domesticating and forming INNOVATIVE DEVELOPMENT SERVICES GROUP, INC., as a Corporation under the laws of the State of Florida, on June 5<sup>th</sup>, 2001.

  
Kathleen R. McDonald, Incorporator  
and Director

  
Marilyn Thornbury, Incorporator  
and Director

CERTIFICATE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Jo Claire Spear  
Registered Agent

Date: June 5<sup>th</sup>, 2000

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