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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : DORAN, WOLFE, ROST & ANSAY  
Account Number : I20010000203  
Phone : (386)253-1111  
Fax Number : (386)253-4260

**FLORIDA PROFIT CORPORATION OR P.A.**

I Direct, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	054
Estimated Charge	\$87.50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FAX AUDIT NO. H020000477750

**ARTICLES OF INCORPORATION  
OF  
I DIRECT, INC.**

**ARTICLE I. NAME**

The name of this corporation shall be I DIRECT, INC.

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSE**

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

**ARTICLE IV. PRINCIPAL OFFICE**

The street address of this corporation's principal office shall be 1606 Espanola Avenue, Holly Hill, Florida 32117.

**ARTICLE V. CAPITAL STOCK**

This corporation shall have the authority to issue 100 shares of common capital stock at a par value of \$1.00 per share.

**ARTICLE VI. MAILING ADDRESS**

The mailing address of the Corporation is 1606 Espanola Avenue, Holly Hill, Florida 32117.

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Articles Of Incorporation Of I DIRECT, INC.

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**ARTICLE VII. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

**ARTICLE VIII. TRANSFER RESTRICTIONS**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

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Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions  
Imposed By This Corporation's Articles Of Incorporation, A Copy Of  
Which Is On File At This Corporation's Principal Office."

**ARTICLE IX. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE X. INITIAL REGISTERED OFFICE & AGENT**

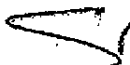
The address of this corporation's initial registered office shall be: 444 Seabreeze Blvd., Suite 400, Daytona Beach, Florida 32118.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Scott R. Rost.

**ARTICLE XI. INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator are:

Scott R. Rost, 444 Seabreeze Blvd., Suite 400, Daytona Beach, Florida 32118.

  
\_\_\_\_\_  
Scott R. Rost - Incorporator

I hereby accept my designation as registered agent and agree to serve as the registered agent of I DIRECT, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for I DIRECT, INC.

  
\_\_\_\_\_  
Scott R. Rost

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