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W03-9332

4/10



ACCOUNT NO. : 072100000032

REFERENCE : 993273 81902A

AUTHORIZATION :

COST LIMIT : \$ PPD

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ORDER DATE : April 1, 2003

ORDER TIME : 8:54 AM

ORDER NO. : 993273-005

CUSTOMER NO: 81902A

CUSTOMER: George A. Patterson, Esq  
Patterson & Harmon, P.a.

Suite 201  
665 S.e. 10th Street  
Deerfield Beach, FL 33441

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DOMESTIC FILING

NAME: ARGO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

April 2, 2003

CSC

SUBJECT: ARGO, INC.  
Ref. Number: W03000009332

**RESUBMIT**

Please give original  
submission date as file date.

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SECTION

We have received your document for ARGO, INC. and your check(s) totaling \$78.75. 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) 245-6972.

Doris Brown  
Document Specialist  
New Filings Section

Letter Number: 103A00019889

**ARTICLES OF INCORPORATION  
OF  
ARGO DEVELOPMENT, INC.**

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03 APR -1 PM 4:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I**

The name of the Corporation is **ARGO DEVELOPMENT, INC.**

**ARTICLE II**

The duration of the Corporation is perpetual.

**ARTICLE III**

The general purposes for which the Corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV**

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000.00). Such shares shall be of a single class, and shall have no par value.

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ARTICLE V

The street address of the corporation's principal office is 5970 S.W. 18<sup>th</sup> Street, #304, Boca Raton, Florida 33433.

ARTICLE VI

The name of the Corporation's initial registered agent is GEORGE A. PATTERSON and the address of its initial registered office is 665 S.E. 10<sup>th</sup> Street, Suite 201, Deerfield Beach, Florida 33441.

ARTICLE VII

The business of the Corporation shall be conducted by a Board of Directors, the number of members of which shall, except for the initial Board, be determined by the By-Laws, but shall never be fewer than two (2).

ARTICLE VIII

The initial Board of Directors shall consist of two (2) members. The names and street addresses of the initial Board of Directors, who shall hold office for the first year of the Corporation's existence or until their successors are elected and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
GREGORY KONNIKOV	5970 S.W. 18 <sup>th</sup> Street Boca Raton, FL 33433
SVETLANA KONNIKOV	5970 S.W. 18 <sup>th</sup> Street Boca Raton, FL 33433

ARTICLE IX

The name and address of the Incorporator of this Corporation is as follows:

NAME

ADDRESS

GEORGE A. PATTERSON

665 S.E. 10<sup>th</sup> Street, Suite 201  
Deerfield Beach, FL 33441

ARTICLE X

A. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact that he is or was a Director, Officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by him in connection with such action, suit or proceeding, including any appeal thereof, if he acted in good faith or in a manner he reasonably believed to be in or not opposed to the best interest of the Corporation, and with respect to any criminal action or proceeding, if he has no reasonable cause to believe his conduct was unlawful. However, with respect to any action by or in the right of the Corporation to procure a judgment in its favor, no indemnification shall be made in respect of any claim, issue or matter as to which such person is adjudged liable for negligence or misconduct in the performance of his duty to the Corporation unless, and only to the extent that, the court in which such action or suit was brought determines, on application, that, despite the adjudication of liability, such person is fairly and reasonably entitled to indemnify in view of all the circumstances

of the case. Any indemnification hereunder shall be made only on a determination by a majority of disinterested Directors that indemnification is proper in the particular circumstances because the party to be indemnified has met the applicable standard of conduct. Determination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the party did not meet the applicable standard of conduct in advance of the final disposition of any action, suit, or proceeding, on a preliminary determination that the Director, Officer, employee, or agent met the applicable standard of conduct and in receipt of any undertaking by or on behalf of the Director, Officer, employee, or agent to repay such amount, unless it is ultimately determined that he is entitled to be indemnified by the Corporation as authorized in this section.

B. The Corporation shall also indemnify any Director, Officer, employee, or agent who has been successful on the merits or otherwise, in defense of any action, suit, or proceeding, or in defense of any claim, issue, or matter therein, against all expenses, including attorney's fees, actually and reasonably incurred by him in connection therewith, without the necessity of an independent determination that such Director, Officer, employee, or agent met any appropriate standard of conduct.

C. The indemnification provided for herein shall continue as to any person who has ceased to be a Director, Officer, employee, or agent, and shall inure to the benefit of the heirs, executors, and administrators of such person.

D. In addition to the indemnification provided for herein, the Corporation shall have power to make any other or future indemnification, except an indemnification against gross

negligence or willful misconduct, under any resolution or agreement duly adopted by a majority of disinterested directors, or duly authorized by a majority of stockholders.

E. If any expenses or other amounts are paid by way of indemnification, other than by court order or action by the stockholders, the Corporation shall, not later than the time of delivery to the stockholders of written notice of the next annual meeting, unless such meeting is held within three (3) months from the date of such payment, and, in any event, within fifteen (15) months from the date of such payment, deliver by mail to each stockholder of record at the time entitled to vote for the election of Directors, a statement specifying the persons paid, the amount paid, and the nature and status at the time of such payment of the litigation or threatened litigation.

#### ARTICLE XI

The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee, or agent of the Corporation, or who is or was serving at the request of the Corporation as a Director, Officer, employee, or agent, of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have authority to indemnify him against such liability under the provisions under these Articles, or under law.

#### ARTICLE XII

No contract or other transaction between the Corporation and one or more of its Directors of any other corporation, firm, association, or entity in which one or more of its Directors or Officers are financially interested, shall be either void or voidable because of such



relationship or interest or because such Director or Directors are present at the meeting of the Board of Directors or a Committee thereof which authorizes, approves, or ratifies such contract or transaction or because his or their votes are counted for such purpose, if:

(a) The fact of such relationship or interest is disclosed or known to the Board of Directors or Committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Directors; or

(b) The fact of such relationship or interest is disclosed or known to the stockholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(c) The contract or transaction is fair and reasonable, as to the Corporation at the time it is authorized by the Board, a Committee, or the stockholders.

IN WITNESS WHEREOF, the Incorporator hereto has hereunto affixed his hand and seal this 7 day of April, 2003.

  
\_\_\_\_\_  
GEORGE A. PATTERSON (SEAL)

STATE OF FLORIDA  
COUNTY OF BROWARD

THE FOREGOING instrument was acknowledged before me this 7 day of April, 2003, by GEORGE A. PATTERSON, who is personally known to me and who did not (did) take an oath.

My Commission Expires:

Michelle Wagner Bray (SEAL)  
Notary Public



Michelle Wagner Bray  
MY COMMISSION # DD126030 EXPIRES  
September 23, 2006  
BONDED THRU TROY FAIN INSURANCE, INC.

**ACCEPTANCE OF REGISTERED AGENT**

FILED  
03 APR -1 PM 4:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been designated to accept service of process of the above-stated Corporation, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 48.091, Florida Statutes.

  
\_\_\_\_\_  
GEORGE A. PATTERSON