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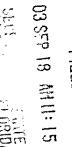
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#### PETER R. DIVERGILIO

P.O. BOX 1273 TAVERNIER, FL. 33070 305-664-9296

September 15, 2003

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Fl. 32319

**RE:** Articles of Incorporation

**SOLUTIONS BY P.D., INC.** 

Dear Sir/Madam:

In reference to the above, please find enclosed original and one(1) copy of Articles of Incorporation to be filed with the Secretary of State, State of Florida. Also, enclosed is my check in the amount of \$87.50 which represents \$35.00 for filing fee, \$35.00 for Registered Agent Fee, \$8.75 for Certified Copy and \$8.75 for Certificate of Status. Please return the Certified copy of the Articles of Incorporation.

If you have any questions, please feel free to contact me.

Sincerely,

Peter & Divergilio

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SECRETA AND STATE TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION OF SOULUTIONS BY P.D., INC.

I, the undersigned, as a proper person acting as incorporator of a Corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

#### ARTICLE I CORPORATE NAME

The name of the Corporation is: SOLUTIONS BY P.D., INC.

## ARTICLE II TERM OF EXISTENCE

The period of its duration is: The Corporation shall have perpetual existence.

## ARTICLE III NATURE OF BUSINESS

The purpose of the Corporation is: The general nature of the business is to be transacted by this Corporation is to engage in any all business permitted under the laws of the United States and the State of Florida.

#### ARTICLE IV CAPITAL STOCK

The maximum number of authorized shares of this Corporation is: One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

## ARTICLE V REGISTERED AGENT

The address of the initial registered office of this Corporation is:

PETER DIVERGILIO

88165 Overseas Highway

Apartment A

Islamorada, Fl. 33036

and the name of its initial registered agent at such address is:

PETER DIVERGILIO
88165 Overseas Highway
Apartment A
Islamorada, Fl. 33036

#### ARTICLE VI PRINCIPAL PLACE OF BUSINESS

Address of the principal place of business is: 88165 Overseas Highway, Apt. A Islamorada, Fl. 33036

#### **ARTICLE VII**

#### **INITIAL DIRECTOR**

The number of directors constituting the initial Board of Directors of the Corporation is

One (1) and the name and address of the person who is to serve as Director until its first

annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME PETER DIVERGILIO ADDRESS 88165 Overseas Highway, Apt. & Islamorada, Fl. 33036

#### **ARTICLE VIII**

#### **INCORPORATOR**

The name and address of each incorporator is:

<u>NAME</u>

**ADDRESS** 

PETER DIVERGILIO

88165 Overseas Highway, Apt. A Islamorada, Fl. 33036

#### **ARTICLE IX**

#### **INITIAL OFFICERS**

The person or persons named below as Initial Officers shall hold their respective offices for the first year of existence of this Corporation or until a successor is elected or appointed and has qualified, whichever occurs first:

PRESIDENT PETER DIVERGILIO

VICE PRESIDENT PETER DIVERGILIO

SECRETARY PETER DIVERGILIO

TREASURER PETER DIVERGILIO

IN WITNESS WHEREOF,	the undersigned, as Incorporator, has executed the foregoing
Articles of Incorporation, this	14th day of Legetamber, 2003.
	PETER DIVERGILIO, Incorporator
STATE OF FLORIDA ) ) ss COUNTY OF MIAMI DADE)	<b>::</b>
	olic, personally appeared, PETER DIVERGILIO to me s Incorporator and who executed the foregoing Articles of
WITNESS my hand and offi day of	icial seal in Miami-Dade County, Florida, this
	NOTARY PUBLIC, State of Florida
My Commission expires:  γνω 18, 2007	(SEAL) -4- مالاه العربي Nancy S. Boone
	My Commission DD213567 Expires May 18, 2007

FILED

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SECRETARIO STATE
TALLAHASSEE, FLORIDA

#### CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 607.0501 Florida Statues, the following is submitted in compliance with said Act:

That SOLUTIONS BY P.D., INC. desiring to organize under the laws of the State of

Florida, with its principal office, as indicated in the Articles of Incorporation in Islamorada,

County of Monroe, State of Florida, has named PETER DIVERGILIO of 88165 Overseas

Highway, Apartment A, Islamorada, Fl. 33036 Of Monroe County, Florida to accept service of process within the State.

#### ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated this 14th day of September ,2003.

PETER DIVERGILIÓ