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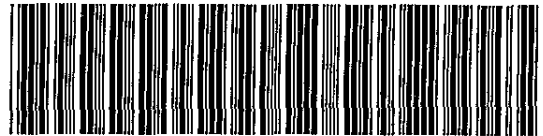
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Law offices of Stephen J. Finta, P.A.

Telephone: (954) 527-5565

Facsimile (954) 527-1873

Mailing Address:

**Post Office Box 22773
Fort Lauderdale FL 33335-2773**

Street Address:

**416 S.E. 19 Street
Fort Lauderdale FL 33316**

October 28, 2003

Corporate Records Bureau, Inc.
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

**RE: Articles of Incorporation of:
P & D Associates, Inc.**

Dear Sir or Madam:

Enclosed are an original and one copy of Articles of Incorporation and an original and one copy of Registered Agent's form regarding the above corporation. We have further enclosed our check in the amount of \$122.50, representing payment as follows:

Filing Fees	\$35.00
Certified Copy	\$52.50
Registered Agent Designation	<u>\$35.00</u>
Total Enclosed	<u>\$122.50</u>

Kindly furnish this office with a certified copy of the Articles of Incorporation when filed..

Thank you for your courtesy and cooperation in this matter. If you have any questions, please do not hesitate to call me.

Very truly yours,

Stephen J. Finta (DE)
STEPHEN J. FINTA

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
P & D ASSOCIATES, INC.**

The undersigned, acting as a subscriber of a corporation under the Florida General Corporations Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I--NAME AND ADDRESS

The name of the corporation shall be P & D Associates, Inc., 416 SE 19 Street, Fort Lauderdale, Florida 33316.

ARTICLE II--PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE III--DURATION

The corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE IV--CAPITAL STOCK

The aggregate number of shares of stock that this corporation shall have the authority to issue is One Thousand (1,000) shares of Capital Stock all of one class, with a par value of One Dollar (\$1.00) per share.

ARTICLE V--INITIAL BOARD OF DIRECTORS


The number of Directors constituting this corporation's initial Board of Directors is one (1) persons, whose name is: David Hold, 416 SE 19 Street, Fort Lauderdale FL 33316.

ARTICLE VI--INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation is 416 SE 19 Street, Fort Lauderdale, Florida 33316. The name of the Registered Agent is Stephen J. Finta.

ARTICLE VII--INCORPORATOR

The name and address of the person signing these Articles is Stephen J. Finta, 416 SE 19 Street, Fort Lauderdale, FL 33316.


Stephen J. Finta

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, this day personally appeared Stephen J. Finta, who is personally known to me, and who subscribed the foregoing Articles of Incorporation and did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County last aforesaid this 28th day of October, 2003.



Deborah Rasmussen
MY COMMISSION # DD188420 EXPIRES
February 25, 2007
BONDED THRU TROY FAIN INSURANCE, INC.



(Print name of Notary)

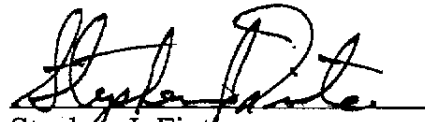
ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act.

That P & D Associates, Inc., desiring to organize under the laws of the State of Florida, with its registered office at 416 S.E. 19 Street, Fort Lauderdale, FL 33316, as indicated in the Articles of Incorporation, has named Stephen J. Finta, of the same address, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT:

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


Stephen J. Finta

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