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ACCOUNT NO. : 072100000032

REFERENCE : 384183 7170239

AUTHORIZATION /

ORDER DATE: January 6, 2004

ORDER TIME: 11:24 AM

ORDER NO. : 384183-005

CUSTOMER NO: 7170239

CUSTOMER: Linda Topping, Paralegal Richard H. Langley, Esq

700 Almond Street

Clermont, FL 34712

DOMESTIC AMENDMENT FILING

NAME: LLOYD MARKETING CORPORATION

EFFECTIVE DATE: 1/1/04

XX___ CERTIFICATE OF DOMESTICATION AND ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY _ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 2935

EXAMINER'S INITIALS:



January 9, 2004

CSC

RESUBMIT

Please give original submission date as file date.

SUBJECT: LLOYD MARKETING CORPORATION

Ref. Number: W04000001278

We have received your document for LLOYD MARKETING CORPORATION and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please remove Art III, regarding the effective date. The effective date is the date in which the corporation was first formed in there home state

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) 245-6924.

Stacy Prather
Document Specialist Supervisor
New Filings Section

Letter Number: 104A00001745

•,	CERTIFICATE OF DOMESTICATION	SECRETA TALLAHA
The	e undersigned, Mary J. Lloyd-Holsaple , President/Director	357
	(Name) (Title)	1, 유
of		
in a	(Corporation Name) accordance with s. 607.1801, Florida Statutes, does hereby certify:	> ⊒M
1.	The date on which corporation was first formed was	
2.	The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being wasSouth Carolina	<u>.</u>
3.	The name of the corporation immediately prior to the filing of this Certificate of Domestication	
	was LLOYD MARKETING CORPORATION .	
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 LLOYD MARKETING CORPORATION	
5.	The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was 17888 SE 115 Court, Summerfield, FL 34491	
6.	Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.	;
I a	m President , of LLOYD MARKETING CORPORATION	
and	d am authorized to sign this Certificate of Domestication on behalf of the corporation and have done	;
so	this the 31st day of December	
	Mary J. Lloyd-Holsaple Mary J. Lloyd-Holsaple	 -

Filing Fee:

Certificate of Domestication
Articles of Incorporation and Certified Copy
Total to domesticate and file

\$50.00 <u>\$78.75</u> \$128.75

ARTICLES OF INCORPORATION

of

LLOYD MARKETING CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person(s) of legal age, acting as incorporator(s) under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name and address of this corporation shall be: LLOYD MARKETING CORPORATION, 17888 SE 115 Court, Summerfield, FL 34491.

ARTICLE II Purposes

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

ARTICLE III Subscribers, Incorporators & Directors

The name and address of the Subscriber and Incorporator are:

NAME

ADDRESS

Mary J. Lloyd-Holsaple

17888 SE 115 Court Summerfield, FL 34491.

The names and addresses of the Director(s) is/are:

NAME

ADDRESS

Mary J. Lloyd-Holsaple

17888 SE 115 Court Summerfield, FL 34491.

ARTICLE IV Stock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 10,000 shares of common stock each with a par value of \$1.00.

ARTICLE V Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

ARTICLE VI Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- (b) Reorganization, merger or consolidation of the corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the corporation; or
- (d) Dissolution of the corporation.

ARTICLE VII Term of Existence

This corporation shall exist perpetually.

ARTICLE VIII Directors

- A. The business of the corporation shall be managed initially by a board of one (1) directors. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.
- B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.
- C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.
- D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

ARTICLE IX Registered Office and Registered Agent

The address of the initial registered office of this corporation is 17888 SE 115 Court, Summerfield, FL 34491. The name of the Registered Agent of this corporation is Mary J. Lloyd-Holsaple at the above office address.

ARTICLE X Bylaws

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this December 31, 2003.

Mary J. Bloyd-Holsaple

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

I hereby accept to act as initial Registered Agent for Lloyd Marketing Corporation, as stated in these Articles of Incorporation.

Dated: December 31, 2003.

ary Laloyd-Holsaple

J4 JAN -6 PM 3:51