

Division of Corporations

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From: Account Name : FILINGS, INC.  
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FLORIDA PROFIT CORPORATION OR P.A.

LIVINGSTON GROUP, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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EFFECTIVE DATE

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA**ARTICLES OF INCORPORATION OF  
LIVINGSTON GROUP, INC.**

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge a file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be **LIVINGSTON GROUP, INC.** and the initial address of the corporation shall be c/o **LAWYERALEX, P.A.**, 2202 N. Westshore Blvd., Suite 200, Tampa, Florida 33607

**ARTICLE II**

This corporation may engage in any business permitted under the law of the State of Florida.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of <u>Shares Authorized</u>	Par Value <u>Per Share</u>	<u>Class of Stock</u>
10000	\$ .01	Common

The consideration for all of said stock shall be payable in cash.

**ARTICLE IV**

This corporation shall commence its existence effective as of October 1, 2004, and shall exist perpetually thereafter unless sooner dissolved according to law.

This instrument prepared by:  
**Alexander O. Akpodiete, Esq.**  
**LAWYERALEX, P.A.**  
**2202 N. WESTSHORE BLVD., SUITE 200**  
**TAMPA, FLORIDA, U.S.A. 33607**  
**(813) 639-7566. (813) 639-7565 Fax**  
**Florida bar No. 17728**  
**E-mail: [lawyeralex@aol.com](mailto:lawyeralex@aol.com)**

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LIVINGSTON GROUP, INC.  
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**ARTICLE V**

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholder shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

**ARTICLE VI**

The names and addresses of the first directors of the corporation, who shall hold office for the first year or until his and her successors are duly elected and qualified, shall be PATRICK ALEXANDER LIVINGSTON, 3209 Sauls Drive, Austin, Texas 78728; and IMOGENE LIVINGSTON, 3209 Sauls Drive, Austin, Texas 78728

**ARTICLE VII**

The name and address of the incorporators are PATRICK ALEXANDER LIVINGSTON, 3209 Sauls Drive, Austin, Texas 78728; and IMOGENE LIVINGSTON, 3209 Sauls Drive, Austin, Texas 78728.

**ARTICLE VIII**

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be effected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors of a majority thereof, and any Director of this corporation, which like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

**ARTICLE IX**

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

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STATE OF FLORIDA  
TALLAHASSEE FLORIDA

**ARTICLE XI**

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law, either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator herein before named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, makes and files these articles of incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal 29<sup>th</sup> day of September, 2004.

Patrick Livingston / Signed by attorney in fact  
PATRICK ALEXANDER LIVINGSTON, Incorporator

Imogene Livingston / Signed by attorney in fact  
IMOGENE LIVINGSTON, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE  
NAMING AGENT UPON WHICH PROCESS MAY BE SERVED**

In compliance with the laws of Florida, the following is submitted:

First, that LIVINGSTON GROUP, INC., desiring to organize under the laws of the State of Florida, has named ALEXANDER OSONDU AKPODIETE, ESQ., 2202 N. Westshore Blvd., Suite 200, Tampa, Florida 33607, County of Hillsborough, State of Florida, as its statutory Registered Agent.

Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.325, F.S.

  
ALEXANDER OSONDU AKPODIETE, ESQ.

Dated 30<sup>th</sup> day of September, 2004.

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