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(City/State/Zip/Phone #)

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(Business Entity Name)

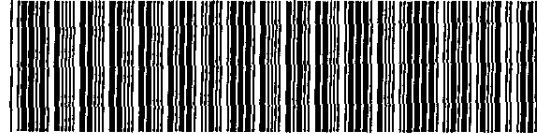
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STATE OF FLORIDA
DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA
2004 OCT 13 PM 1:44
STATE OF FLORIDA
DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA
2004 OCT 13 PM 12:12

lg 10/14/04

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Livingston Designs, Inc.

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by: *WL*

Name _____

Date *10/13*

Time *11:00*

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

2004 OCT 13 PM 1:44
DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

October 13, 2004

CAPITAL CONNECTION INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

SUBJECT: LIVINGSTON DESIGNS, INC.
Ref. Number: W04000037789

We have received your document for LIVINGSTON DESIGNS, 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):

You must list the corporation's principal office and/or a mailing address in the document.

An effective date may be added to the Articles of Incorporation **if a 2005 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 204A00059135

RECEIVED
OCT 14 AM 9:31
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

of

LIVINGSTON DESIGNS, INC.

2004 OCT 13 PM 1:44

STATE OF FLORIDA
TALLAHASSEE FLORIDA

The undersigned subscriber to these **Articles of Incorporation**, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is **LIVINGSTON DESIGNS, INC.**

ARTICLE II - DURATION AND COMMENCEMENT

This corporation shall exist for a period of perpetual existence, commencing upon the date of the approval by the Secretary of State.

ARTICLE III - PURPOSE

This corporation is for profit and may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of \$1 per share.

ARTICLE V - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of the corporation shall be 3591 SW 63rd Lane, Gainesville, Florida 32601, and the name of the initial registered agent of the corporation at that address is R. TODD LIVINGSTON, who hereby accepts the designation as Resident Agent.



R. TODD LIVINGSTON

ARTICLE VI - DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time in accordance with the corporation Bylaws, but shall never be less than three. The names and addresses of the initial directors of this corporation are:

R. TODD LIVINGSTON
3591 SW 63rd Lane
Gainesville, Florida 32601

NATASHA J. LIVINGSTON
3591 SW 63rd Lane
Gainesville, Florida 32601

RICHARD L. LIVINGSTON
1617 SW 63rd Avenue
Gainesville, Florida 32608

ARTICLE VII - OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation's existence or until their successors are elected or appointed in accordance with the By-laws of this corporation are:

NATASHA J. LIVINGSTON
3591 SW 63rd Lane
Gainesville, Florida 32601

PRESIDENT & TREASURER

R. TODD LIVINGSTON
3591 SW 63rd Lane
Gainesville, Florida 32601

VICE PRESIDENT

RICHARD L. LIVINGSTON
1617 SW 63rd Avenue
Gainesville, Florida 32608

SECRETARY

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase

his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. Upon the death or incapacity of any shareholders, first choice of purchase on a pro rata share basis (as nearly as may be done without issuance of fractional shares) is reserved to the remaining shareholders. The pro rate share of those shareholders not wishing to purchase shall be offered on a pro rata basis to those remaining shareholders who do wish to purchase those shares.

ARTICLE IX - SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

R. TODD LIVINGSTON
3591 SW 63rd Lane
Gainesville, Florida 32601

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8th day of October, 2004.



R. TODD LIVINGSTON

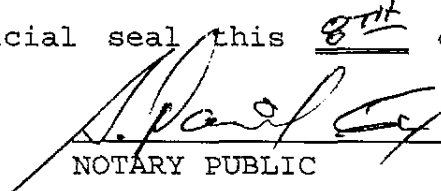
STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, the undersigned authority, an officer duly authorized in the state and county named above to take acknowledgments, personally appeared R. TODD LIVINGSTON known to me to be or who proved to my satisfaction that he is the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal this 8th day of October, 2004.



S. David Cox
MY COMMISSION # DD243415 EXPIRES
August 20, 2007
BONDED THRU TROY FAIN INSURANCE, INC.



NOTARY PUBLIC

2004 OCT 13 PM 1:44
CLERK OF STATE
TALLAHASSEE FLORIDA

FILED