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ROBERTS & LAW, P.A.

ATTORNEYS AT LAW
POST OFFICE BOX 57
250 S. MAIN AVENUE
GROVELAND, FLORIDA 34736

TELEPHONE NUMBER: (352) 429-2183

FAX NUMBER: (352) 429-3035

ARTHUR E. ROBERTS
(1929-1997)

JULIA R. LAW

February 4, 2005

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: P & D Endeavors, Inc.

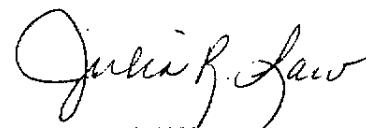
Gentlemen:

Relative to the subject new corporation, enclosed please find the original and one copy of the articles of incorporation, which I would appreciate your filing and returning the copy to me certified.

Also enclosed is my trust account check in the amount of \$78.75, representing the \$35.00 filing fee, \$8.75, for certified copy, and \$35.00 for registered agent fee.

Thanking you for your assistance in this matter, I remain

Sincerely,



JULIA R. LAW

JRL/bs

Enclosures

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

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby set forth their intention to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is P & D ENDEAVORS, INC.

ARTICLE II

This corporation shall exist perpetually.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

The registered office of this corporation in the State of Florida is 13929 Louisa Court, Clermont, Florida 34711. The Registered Agent for this corporation at this address is PATRICK MILLER. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

The corporation shall have two directors initially, whose names and addresses are:

PATRICK MILLER, Post Office Box 121354, Clermont, Florida 34712

DARLA MILLER, Post Office Box 121354, Clermont, Florida 34712.

ARTICLE VII

The name and address of the incorporators of this corporation are:

PATRICK MILLER, Post Office Box 121354, Clermont, Florida 34712

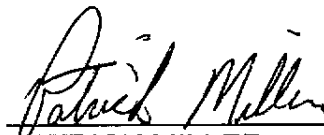
DARLA MILLER, Post Office Box 121354, Clermont, Florida 34712

ARTICLE VIII

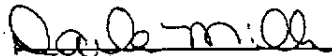
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a three-quarters majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE IX

Shares of stock in this corporation may be transferred only as provided in the By-Laws of the corporation existing and in force at the time such transfer is desired.



PATRICK MILLER



DARLA MILLER

STATE OF FLORIDA

COUNTY OF LAKE

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared PATRICK MILLER and DARLA MILLER, who ~~are~~

personally known to me, or who produced

_____, as identification, who are the incorporators in the foregoing Articles of Incorporation, and acknowledged that they subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this
3rd day of February, 2005.

Beverly S. Staples
Notary Public



Beverly S. Staples
MY COMMISSION # DD178446 EXPIRES
January 15, 2007
BONDED THRU TROY FAIR INSURANCE, INC

**STATE OF FLORIDA
DEPARTMENT OF STATE**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS
AND DIRECTORS.**

The following is submitted, in compliance with Chapter 607.034, Florida Statutes:


P & D ENDEAVORS, INC., a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 13929 Louisa Court, Clermont, County of Lake, State of Florida, has named PATRICK MILLER, located at 13929 Louisa Court, Clermont, Florida, as its agent to accept service of process within this state.

OFFICERS:

Name:	Title	Specific Address
PATRICK MILLER	President	P. O. Box 121354 Clermont, FL 34712
DARLA MILLER	Secretary/Treasurer	P. O. Box 121354 Clermont, FL 34712

DIRECTORS:

Name	Specific Address
PATRICK MILLER	P.O. Box 121354 Clermont, FL 34712
DARLA MILLER	P.O. Box 121354 Clermont, FL 34712

BY: 
PATRICK MILLER
President

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.


PATRICK MILLER, Registered Agent

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER
THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT
IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE
OF FLORIDA.

1. The name of the corporation is P & D ENDEAVORS, INC.
2. The name and address of the registered agent and office is PATRICK
MILLER, 13929 Louisa Court, Clermont, Florida 34711. Having been named as
registered agent and to accept service of process for the above stated corporation at the
place designated in this certificate, I hereby accept the appointment as registered agent
and agree to act in this capacity. I further agree to comply with the provisions of all
statutes relating to the proper and complete performance of my duties, and I am familiar
with and accept the obligations of my position as registered agent.



PATRICK MILLER
Registered Agent

Date: 2/3/05

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