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**Clevon Russell**

3111 Oakland Shores Drive, F204  
Oakland Park, FL 33309  
Telephone: (954) 733-3148

May 26, 2005

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: C&D Partners, Inc.

Dear Sir/Madam:

Enclosed for filing please find the original and one copy of the Articles of Incorporation of the above-referenced corporation, as well as a check in the amount of \$78.75 representing the filing fee. Please file the Articles of Incorporation and return a copy to me containing your "filed" stamp.

Should you have any questions in this regard, please do not hesitate to contact me. Thank you.

Very truly yours,

  
Clevon Russell

Enclosures

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**ARTICLES OF INCORPORATION  
OF  
CDR PARTNERS, INC.**

The Incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I  
NAME**

The name of this Corporation is:

CDR PARTNERS, INC.

**ARTICLE II  
PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE III  
CAPITAL STOCK**

This Corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV  
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this Corporation is:

3111 Oakland Shores Drive, F204  
Oakland Park, FL 33309

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**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

Clevon Russell  
3111 Oakland Shores Drive, F204  
Oakland Park, FL 33309

**ARTICLE VI  
INCORPORATOR**

The name and street address of the Incorporator is:

Clevon Russell  
3111 Oakland Shores Drive, F204  
Oakland Park, FL 33309

**ARTICLE VII  
INITIAL DIRECTORS**


The initial directors of this Corporation are:

Clevon Russell  
Debra Byfield

**ARTICLE VII  
AMENDMENT**

These Articles of Incorporation may only be amended by the Board of Directors (but only to the extent permitted by the Florida Business Corporations Act) or by the vote of shareholders holding a majority of the issued and outstanding common stock of the Corporation.

**IN WITNESS WHEREOF**, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this 20<sup>th</sup> day of June, 2005.

  
\_\_\_\_\_  
Clevon Russell, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he/she is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

  
Clevon Russell, Registered Agent

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DIVISION OF CORPORATE FILINGS  
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