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DOS SEP 26 A 9: 11

# POPKIN & SHURPIN, P.A.

The Plaza, Suite 801 5355 Town Center Road. Boca Raton, Florida 33486 Office (561) 394-8333 Fax (561) 394-8413

September 22, 2005

Attn: New Filings
Dept. of State
State of Florida
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32309

Re: Articles of Incorporation of CD Development Group, Inc.

Dear Sir:

Enclosed herewith is the original and one copy of the Articles of Incorporation for the above-referenced entity for filing with the Secretary of State together with a check in the amount of \$78.75.

Kindly return to this office a conformed copy of the Articles of Incorporation together with your receipt.

Your prompt attention will be greatly appreciated.

Very truly yours,

Beverly A. Donnelly

Legal Assistant Enclosures

#### ARTICLES OF INCORPORATION

FILED

OF

2005 SEP 26 A 9: 14

#### CD DEVELOPMENT GROUP, INC.

The undersigned acting as an incorporator of a corporation under the Florida General

Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. The name of this corporation is:

## CD DEVELOPMENT GROUP, INC.

- 2. The period of this corporation is perpetual.
- 3. The corporation may engage in any activity or business permitted under the laws of the United States and of this State.
- 4. The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES of common stock all of one class, having a par value of ONE (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.
  - 5. The address of its principal office is: 5355 Town Center Road, Suite 801 Boca Raton, FL 33486

and the name of its initial Registered Agent is Edward D. Popkin at 5355 Town Center Road, Suite 801, Boca Raton, FL 33486.

6. The number of directors constituting its initial Board of Directors is one, whose name and address is:

> Edward D. Popkin 5355 Town Center Road, Suite 801 Boca Raton, FL 33486

7. The name and address of the Incorporator is:

Edward D. Popkin 5355 Town Center Road, Suite 801 Boca Raton, FL 33486

8. These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all directors and all stockholders sign a written instrument manifesting their intention that a certain amendment to these Articles of Incorporation be made.

DATED this 22nd day of September, 2005.

Edward D. Popkin Incorporator

STATE OF FLORIDA )

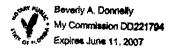
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared Edward D. Popkin, who is to me well known to be the person described in and who subscribed the foregoing Articles of Incorporation and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Boca Raton, Florida, in said County and State this 22<sup>nd</sup> day of September, 2005.

Buerly a Karrelly NOTARY PUBLIC, STATE OF FLORITA

My commission expires:



FILED

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING

2005 SEP 26 A 9: 14

AGENT UPON WHOM PROCESS MAY BE SERVED GREET ART OF STATE TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

### CD DEVELOPMENT GROUP, INC.

desiring to organize under the laws of the State of Florida with it's principal office as indicated in the Articles of Incorporation in the City of Boca Raton, County of Palm Beach, State of Florida, has named:

Edward D. Popkin 5355 Town Center Road, Suite 801 Boca Raton, FL 33486

as its agent to accept service of process within this State.

#### <u>ACKNOWLEDGEMENT</u>

Having been named to accept service of process for the above-named corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Edward D. Popkin