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FL Dept of State
Subject: 00043870433

Florida Secretary of State

Monday, June 18, 2007 11:18 AM

Florida Department of State
Division of Corporations
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00043870433

FLORIDA PROFIT/NON PROFIT CORPORATION

WDF MERGER CORPORATION

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To: FL Dept of State
Subject: 000438.70433

From: Tracy Spear

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6/25/2007 1:40

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Florida Dept of State



June 25, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORPDIRECT AGENTS, INC.

SUBJECT: WDF MERGER CORPORATION
REF: W07000029909

PLEASE GIVE ORIGINAL SUBMISSION
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 245-6059 for information) or designate another entity that is active according to our records.

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Claretha Golden
Document Specialist
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PLEASE GIVE ORIGINAL SUBMISSION
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ARTICLES OF INCORPORATION

FOR

WDF MERGER CORPORATION

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the Corporation (herein called the "Corporation") is WDF Merger Corporation.

Article II

The principal place of business address is:

WDF Services Corporation
30 North MacQuesten Parkway
Mount Vernon, New York 10550
Attention: President

The mailing address of the Corporation is:

WDF Services Corporation
30 North MacQuesten Parkway
Mount Vernon, New York 10550
Attention: President

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Article III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act ("FBCA").

Article IV

The number of shares the Corporation is authorized to issue is 1,000 with a par value of \$0.001 per share.

Article V

The name and Florida street address of the registered agent is:

NATIONAL CORPORATE RESEARCH, LTD. , INC.
515 East Park Avenue
Tallahassee, Florida 32301

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I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: 

Article VI

The name and address of the incorporator is:

Steven A. Hensley
Nixon Peabody LLP
437 Madison Avenue
New York, New York 10022

Incorporator Signature: 

Article VII

The initial officers and directors of the Corporation are Lawrence Roman (Director and President) and Stephen Kornfeld (Director, Vice President and Secretary).

Article VIII

The effective date for this Corporation shall be the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida and the acceptance thereof by such Secretary of State.

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