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### CRAIG E. ROTHBURD, P.A.

ATTORNEY AT LAW 808 W. DE LEON STREET TAMPA, FLORIDA 33606

Attorney: Craig E. Rothburd Legal Assistant: Maria Gatta Ropp, CP Telephone: (813) 251-8800 Telecopier: (813) 251-5042 Sender's e-mail: crothburd@e-rlaw.com

December 10, 2010

Division of Corporations SECRETARY OF STATE P.O. Box 6327 Tallahassee, Florida 32314

Re: Articles of Incorporation of NDS Marketing, Inc.

File No.: 6096

Dear Clerk:

Please find enclosed the Articles of Incorporation of NDS Marketing, Inc. for filing with your office together with this firm's check in the amount of \$70.00. Please return a date-stamped copy of the filed Articles of Incorporation of NDS Marketing, Inc., to our office. I have enclosed a copy of said document, along with a self-addressed stamped envelope for your convenience. If you have any questions, please do not hesitate to contact me at our office. Thank you in advance for your anticipated cooperation.

Sincerely

CRAIG E. ROTHBURD, P.A.

Maria Gatta Ropp, Legal Assistant to

Craig E. Rothburd, Esquire

CER/mlr ENCLOSURES (as stated) - Check No. 2843



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SECRETARY OF STATE TALLAHASSEE FLORIDA

# ARTICLES OF INCORPORATION OF NDS MARKETING, INC.

The undersigned hereby associate for the purpose of becoming a corporation for profit under the laws of the State of Florida in compliance with Section 607.0202, Florida Statutes.

I.

The Name of the corporation shall be:

#### NDS MARKETING, INC.

II.

The principal office of the corporation and the mailing business address of the corporation shall be:

720 E. Fletcher Ave., Suite 110 Tampa, Florida 33612

III.

The purpose for which the corporation is to be formed and the general nature of the corporation's business shall be: to engage in the business of marketing and advertising of medical and related services, as well as to engage in any other activity or business permitted under the laws of the State of Florida.

IV.

The amount of the capital stock of the corporation shall be One Thousand (1,000) Shares of common stock with a par value of \$1.00 per share.

V.

The amount of capital with which the corporation will begin business will be no less than Five Hundred and No/100 (\$500.00) Dollars.

VI.

The entire voting power for the selection of directors and for all other purposes shall be vested exclusively in the holders of common stock, who shall be entitled to one vote for each share of common stock held by them of record.

#### VII.

The names and post office addresses of the members of the first Board of Directors, until the first annual meeting of the stockholders are as follows:

NAME:

ADDRESS:

**Neville Crumpton** 

720 E. Fletcher Ave., Suite 110

Tampa, Florida 33612

Share Miller

720 E. Fletcher Ave., Suite 110

Tampa, Florida 33612

Darrin Miller

720 E. Fletcher Ave., Suite 110

Tampa, Florida 33612

#### VIII.

The number of directors is to be not less than two nor more than five and the directors need not be stockholders. Any vacancies created in the Board of Directors shall be filled by special meeting of the stockholders.

#### IX.

The names and post office addresses of the officers of the corporation until the first annual meeting of the stockholders are as follows:

NAME:

ADDRESS:

Neville Crumpton,

720 E. Fletcher Ave., Suite 110

President

Tampa, Florida 33612

Share Miller,

720 E. Fletcher Ave., Suite 110

Secretary

Tampa, Florida 33612

Darrin Miller.

720 E. Fletcher Ave., Suite 110

Vice President

Tampa, Florida 33612

X.

The names and post office addresses of each subscriber/incorporator of the Articles of Incorporation and the number of shares of common stock which he or she agrees to take are as follows:

NAME:

ADDRESS:

**NUMBER OF SHARES:** 

**Neville Crumpton** 

720 E. Fletcher Ave., Suite 110

700

Tampa, Florida 33612

Shane Miller

720 E. Fletcher Ave., Suite 110

150

Tampa, Florida 33612

Darrin Miller

720 E. Fletcher Ave., Suite 110

150

Tampa, Florida 33612

XI.

The duration of the corporation is to be perpetual.

#### XII.

The street address corporation's initial registered office and the name of its initial registered agent at that office are as follows:

Initial Registered Agent:

Street Address:

Craig E. Rothburd, Esquire

808 W. De Leon Street

Tampa, FL 33606-2722

IN WITNESS WHEREOF, I have made, signed and acknowledged these Articles of Incorporation for NDS MARKETING, INC., this 20 day of October, 2010.

INCORPORATOR

nrint name



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SECRETARY OF STATE TALLAHASSEE. FLORIDA

#### CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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

First that NDS MARKETING, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Tampa, County of Hillsborough, State of Florida has named Craig E. Rothburd, Esquire, 808 W. De Leon Street, Tampa, Florida, 33606-2722, City of Tampa, County of Hillsborough, State of Florida, as its agent to accept service of process with this state.

## ACKNOWLEDGMENT OF REGISTERED AGENT AND DUTIES PURSUANT TO SECTION 607.0505, FLORIDA STATUTES

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 607, Florida Statutes relative to keeping open said office.

Craig E. Rothburd