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TO

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PUBLIC ACCESS SYSTEM
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DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: T D T HOLDING CORP.
FAX AUDIT NUMBER: H95000000024 CURRENT STATUS: REQUESTED
DATE REQUESTED: 01/03/1995 TIME REQUESTED: 12:13:25
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 6 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255
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**ARTICLES OF INCORPORATION
OF
T D T HOLDING CORP.**

The undersigned hereby agree(s) to organize a corporation under the laws of the State of Florida, with the following Articles of Incorporation.

**ARTICLE I
NAME**

The corporate name shall be:

T D T HOLDING CORP.

**ARTICLE II
EXISTENCE**

The corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

The corporate purpose is to conduct all lawful business and it shall possess all powers now and hereafter conferred by the laws of the State of Florida and the United States upon corporations.

**ARTICLE IV
AUTHORIZED CAPITAL STOCK**

The amount of capital stock authorized is five thousand (5,000) shares with no par value.

THIS DOCUMENT WAS PREPARED BY:
DOUGLAS D. STRATTON, ESQ.
Florida Bar No. 340766
407 Lincoln Road, Suite 20
Miami Beach, Florida 33139
(305) 672-7772

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**ARTICLE V
PRINCIPAL OFFICE**

The post office address of the principal office of the corporation is: c/o Douglas D. Stratton, Esq., 407 Lincoln Road, Suite 2B, Miami Beach, Florida, 33139, or at any other location that the Board of Directors chooses to designate.

**ARTICLE VI
INITIAL REGISTERED AGENT**

The initial Registered Agent of the corporation is:
DOUGLAS D. STRATTON, Esq., and the street address of the registered office is:

407 Lincoln Road, Suite 2B, Miami Beach, Florida, 33139.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The business of the corporation shall be managed by a Board of Directors consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the by-laws. The name(s) and address(es) of the first Board of Directors who shall serve until the first annual meeting of the shareholders or until their successors are elected and qualified shall be:

NAMES

TODD HOFFMAN

TODD SNYDER

DAVID SAVIN

ADDRESSES

407 Lincoln Road, Suite 2B
Miami Beach, Florida 33139

407 Lincoln Road, Suite 2B
Miami Beach, Florida 33139

407 Lincoln Road, Suite 2B
Miami Beach, Florida 33139

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**ARTICLE VIII
POWERS OF DIRECTOR(S)**

The Director(s) shall exercise all powers conferred by law.

**ARTICLE IX
INDEMNIFICATION**

The corporation shall indemnify any and all of its directors or officers against losses and expenses actually and necessarily incurred by them in connection with the defense of any suit which they are parties to by reason of their acts while in their corporate capacity.

**ARTICLE X
AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any or all provisions of the Articles of Incorporation in the manner now or hereafter prescribed by Florida Statutes.

**ARTICLE XI
INCORPORATOR**

The name(s) and address(es) of the Incorporator(s) of the corporation is/are as follows:

NAMES

ADDRESSES

Todd Hoffman

407 Lincoln Road, Suite 2B
Miami Beach, Florida 33139

IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the corporation, has executed these Articles of

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Incorporation this 16 day of NOV, 1994.

[Signature]
Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared
TODD HOFFMAN, to me well known and known to me to be the person
described in and who executed the foregoing Articles of
Incorporation, and he acknowledged before me that she executed
the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State
aforementioned this 16 day of NOV, 1994.

[Signature]
NOTARY PUBLIC
State of Florida

Bonnie J. Padulsky
Print, type of stamp Commissioned
Name of Notary Public

Personally known ✓ or produced Identification
Type of Identification Produced _____

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. NOV. 11, 1995
SIGNED WITH OFFICIAL SEAL 10/11/94

ACKNOWLEDGMENT

Having been named to accept service of process for the
above stated corporation, at the place designated in these
Articles of Incorporation, I hereby accept to act in this

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capacity, and agree to comply with the provisions in Chapter
48.091, Florida Statutes, relative to keeping open said office.


DOUGLAS D. STRANTON
REGISTERED AGENT
Florida Bar No. 240966

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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