

FRED P. GRUNST

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P9500000 2392

January 4, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: S.M.D. Holdings, Inc.

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50.

Please file the original Articles of Incorporation and mail a certified, file stamped copy to me.
Please call me if you have any questions.

Yours truly,

Fred Grunst
Fred Grunst

FILED
55 JAN -6 PM 1:53
SECRET OF STATE
TALLAHASSEE, FLORIDA

Dmc
1-10-95

FILED

95 JAN -6 PM 1:53

ARTICLES OF INCORPORATION OF
S. M. D. HOLDINGS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a Corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is S. M. D. Holdings, Inc.

ARTICLE TWO

PRINCIPAL OFFICE

The principal office and mailing address of the Corporation shall be 751 Galleon Drive, Naples, Florida 33940.

ARTICLE THREE

CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to have outstanding at any one time is one thousand shares.

ARTICLE FOUR

INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the Initial Registered Agent is Fred Grunst, 900 Sixth Ave. South, Naples, Florida 33940.

ARTICLE FIVE

INCORPORATOR

The name and street address of the Incorporator of these Articles of Incorporation is Suzanne M. Kramer, 751 Galleon Drive, Naples, Florida 33940.

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IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 3 day of January, 1995.


Suzanne M. Kramer - Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

Before me personally appeared Suzanne M. Kramer, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 3rd day of January, 1995.


Fred Paul Grunst - Notary Public



FRED PAUL GRUNST
My Commission CC313809
Expires Sep. 08, 1997
Bonded by HAI
800-422-1555

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

FILED

95 JAN -6 PM 1:53

TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office, in the State of Florida.

1. The name of the Corporation is S. M. D. Holdings, Inc.
2. The name and street address of the Registered Agent/Registered Office is Fred Grunst, 900 Sixth Ave. South, Naples, Florida 33940.



Suzanne M. Kramer - Incorporator

Date: January 3, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS THE REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Fred Grunst

Date: January 31, 1995