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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1492 W FLAGLER ST  
STATE OF FLORIDA SUITE 200  
409 EAST GAINES STREET MIAMI FL 33135- 00000  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
FAX: (904) 922-4000 PHONE: (305) 541-3694  
FAX: (305) 541-3770  
(((H95000000396)))  
NAME: TODD & CO., INC.  
FAX AUDIT NUMBER: H95000000396 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 01/11/1995 TIME REQUESTED: 09:57:44  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255  
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*Handwritten signatures and initials:*  
TODD & CO.  
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W502  
W507  
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*Handwritten:* 1-11-95

*Handwritten circle with 'Z' inside*

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*Handwritten:* KIR 1/13/95

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95 JAN 11 AM 11:49  
DIVISION OF CORPORATIONS

FILED  
JAN 11 1995  
TALLAHASSEE, FL

ARTICLES OF INCORPORATION  
OF

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is *Todd Services, Inc*

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business which is permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is *500 (Five hundred)* shares of common stock with one dollar par value per share. The consideration to be paid for each share shall be fixed by the Board of Directors. The stock so issued shall be fully paid and non-assessable.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$ *200.00 (Two hundred)*

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PRINCIPAL OFFICE

The initial street address of the principal office of this corporation in the State of Florida is *921 NE 23rd Street  
Pompano Beach, Florida 33064*

The Board of Directors may, from time to time, move the principal office to any other address within the State of Florida.

PREPARED BY: R. Golubski, CPA  
1001 W. Cypress Creek Rd. Ste. 410  
Ft. Lauderdale, FL. 33309-1951  
Telephone (305) 491-8030

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ARTICLE VII. DIRECTORS

This corporation shall have not less than 2 directors.

ARTICLE VIII. INITIAL DIRECTORS

The names, titles and addresses of the first Board of Directors are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
David A. Todd	Pres. + Treasurer Dir.	921 NE 23 <sup>rd</sup> Street Pompano Beach, FL 33064
Diane Todd	V. Pres. + Secy Dir.	921 NE 23 <sup>rd</sup> Street Pompano Beach, FL 33064

These Officers shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX. SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
David A. Todd	921 NE 23 <sup>rd</sup> Street Pompano Beach, FL 33064	102
Diane Todd	921 NE 23 <sup>rd</sup> Street Pompano Beach, FL 33064	98

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**ARTICLE X. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of this Corporation is 921 NE 23<sup>RD</sup> Street Pompano Bch, FL 33064

and the name of the initial Registered Agent of this Corporation is  
Diane Todd

## **ARTICLE XI. AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every 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.

## ARTICLE XII. INSPECTION OF BOOKS AND RECORDS

The Board of Directors, from time to time, shall determine whether and to what extent and what time and place, and under what conditions and regulations, the accounts and books of the Corporation, or any other records of the Corporation, shall be open to inspection by the Stockholders, and no Stockholder shall have the right to inspect any account or document of the Corporation except as permitted by Statute, or Board of Directors, or by resolution of the Stockholders.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation, at Broward County, Florida, this 6 day of JANUARY 1995, for the uses and purposes aforesaid.

David A. Todd (SEAL)  
DAVID A Todd  
Diane Todd (SEAL)  
DIANE Todd  
(SEAL)

STATE OF FLORIDA )  
COUNTY OF HOWARD ) ss:

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared: DIANE TODD & David Todd

to me known to be the persons who subscribed to the foregoing Articles of Incorporation, and they acknowledged before me that they did subscribe thereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the County and State above set forth  
this 6 day of January 1995

**My Commission Expires:**  
 My Commission Expires June 30, 1988  
 Please See Instructions

Judith T. Laruna (SEAL)  
Notary Public

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

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

FIRST, that *Todd Services, Inc*  
desiring to organize under the laws of Florida, with its principal office,  
as indicated in the Articles of Incorporation, at the City of  
Florida, heroby designates  
as its agent to accept service of process within this State.

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

*James Todd*  
*Dime Todd*

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JAN 19 1995  
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