

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 0721000000032

REFERENCE : 544939 6843A

AUTHORIZATION : *Patricia Pizzuto*

COST LIMIT : \$ 70.00

ORDER DATE : February 17, 1995

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ORDER NO. : 544939

CUSTOMER NO: 6843A

CUSTOMER: Barbara Murphy, Legal Asst
HILL WARD & HENDERSON

P. O. Box 2231

Tampa, FL 33602

DOMESTIC FILING

P 95000013659

NAME: FDL ACQUISITION, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

PM
2-17-95
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95 FEB 17 AM 10:38
DIVISION OF CORPORATION
FILED
95 FEB 17 AM 11:06
SECRET
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
FDL ACQUISITION, INC.**

FILED
95 FEB 17 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be: FDL ACQUISITION, INC.

ARTICLE II

Address

The address of the principal office and the mailing address of this corporation shall be: 111 S. Armenia Avenue, Tampa, Florida 33609.

ARTICLE III

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE IV

Purposes

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

Prepared by: Andrew J. Lubrano, Esquire
Hill, Ward & Henderson, P. A.
P. O. Box 2231, Tampa FL 33601-2231
(813) 221-3900
Florida Bar Number 263291

ARTICLE V

Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE VI

Registered Office and Registered Agent

The street address of the corporation's initial registered office is 101 East Kennedy Boulevard, Suite 3700 - Barnett Plaza, Tampa, Florida 33602, and the name of the corporation's initial registered agent at such address is ANDREW J. LUBRANO. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

ARTICLE VII

Incorporators

The name and address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Andrew J. Lubrano	101 East Kennedy Boulevard Suite 3700 - Barnett Plaza Tampa, Florida 33602

ARTICLE VIII

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

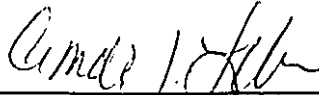


Andrew J. Lubrano

REGISTERED AGENT CERTIFICATE

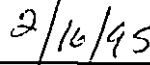
Having been named to accept service of process for the above stated corporation, I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature



ANDREW J. LUBRANO

Date:



2/16/95

FILED
95 FEB 17 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000013659

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DEPARTMENT OF STATE

101 E KENNEDY BLVD

STATE OF FLORIDA

SUITE 3700

409 EAST GAINES STREET

TAMPA FL 33602-5154302-

TALLAHASSEE, FL 32399

CONTACT: BARBARA A MURPHY

FAX: (904) 922-4000

PHONE: (813) 221-3900

FAX: (813) 221-2900

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DOCUMENT TYPE: BASIC AMENDMENT

NAME: PDL ACQUISITION, INC.

FAX AUDIT NUMBER: H95000002469

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95 MAR -3 AM 11:47

**AMENDMENT TO
ARTICLES OF INCORPORATION OF
FDL ACQUISITION, INC.**

WHEREAS, the Articles of Incorporation of FDL ACQUISITION, INC. (the "Corporation") were filed with and approved by the Secretary of State of Florida on the 7th day of February, 1995;

WHEREAS, two of the letters in the corporate name were inadvertently reversed and it is the intention of the Incorporator of the Corporation that the Articles of Incorporation be amended to correct the error; and

WHEREAS, the proposed amendment to Articles of Incorporation hereinafter set forth was adopted by the incorporator of the Corporation pursuant to the provisions of Section 607.1005, Florida Statutes, by a Written Statement Adopting an Amendment to the Articles of Incorporation dated as of the 1st day of March 1995; and

WHEREAS, shares have not been issued, therefore shareholder approval is not required; and

WHEREAS, the approval of the Secretary of State of Florida to the proposed amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of the Corporation are hereby amended by deleting in its entirety the present Article I and by substituting therefor the following:

"ARTICLE I

Name

The name of this corporation shall be: **FDL ACQUISITION, INC."**

IN WITNESS WHEREOF, this Amendment to Articles of Incorporation is hereby executed on behalf of the Corporation by its incorporator this 2nd day of March, 1995.


Andrew J. Lubrano, Incorporator

Prepared by: Andrew J. Lubrano, Esquire
Hill, Ward & Henderson, P. A.
P. O. Box 2231, Tampa FL 33601-2231
(813) 221-3900
Florida Bar Number 263291

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