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TRANSMITTAL LETTER

March 23, 1995

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

200001440642  
-03/27/95--01095--017  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: D & D UNLIMITED, INC.

Enclosed is an original and two (2) copies of the articles of incorporation and a check for

\$122.50 Filing Fee & Certified Copy

FROM: DAVID J. HASS  
P.O. BOX 120861  
CLERMONT, FLORIDA 34712-0861

DAYTIME PHONE NUMBER 904/394-8555

FILED  
95 MAR 27 AM 9 28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

David Hass GAVE

AUTHORIZATION BY PHONE TO

CORRECT Corporate mailing address

DATE 3/30

DOC. EXAM. 196

95 MAR 27 PM 9:28  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

D & D UNLIMITED, INC.

The undersigned do hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

D & D UNLIMITED, INC.

ARTICLE II

This corporation shall commence its perpetual existence on the date of incorporation.

ARTICLE III

The general purpose for which this corporation is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

Number of Shares Authorized -----	Par Value -----	Class of Stock -----
1,000	\$1.00	Common

All of said stock shall be payable in cash, property; real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

#### ARTICLE V

The name and address of the initial Registered Agent is:

David J. Hass  
35527 Cypress Court  
Leesburg, Florida 34788

**This shall also be the corporations principle address**

#### ARTICLE VI


The names and street addresses of the incorporators to these Articles of Incorporation are:

Diane D. James  
251 Edgewood Drive  
Clermont, Florida 34711

David J. Hass  
35527 Cypress Court  
Leesburg, Florida 34788

The undersigned incorporators have executed these Articles of Incorporation this 23rd day of March, 1995.

  
Diane D. James

  
David J. Hass

#### ARTICLE VII

This corporation shall have at least two directors, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that this corporation be managed by the shareholders.

#### ARTICLE VIII

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. This corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to this corporation.

#### ARTICLE IX

By duly adopted action by the Board of Directors, this corporation may indemnify and/or insure any and all of its directors or officers or former directors or officers, or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock, or of which it is a creditor, to the extent permitted by law, now existing or hereinafter enacted, including, without limitation, the expenses actually and

necessarily incurred by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties or a party by reason of being or having been directors or officers, or a director or officer of this corporation, except in relation to matters as to which any such director or officer, or former director or officer or person, shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-laws, agreements, votes of shareholders or directors, Chapter 607, Florida Statutes, or otherwise.

#### ARTICLE X

No contract or other transaction between this corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in, or is a director or officer or are directors or officers of such other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract or transaction of this corporation or in which this corporation is interested. No contract, act or transaction of this corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any

director or directors of this corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation. Each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of this corporation may vote upon any contract or other transaction between this corporation and subsidiary or controlled company without regard to the fact that he also is a director of such subsidiary or controlled company.

IN WITNESS WHEREOF, the undersigned, being the Incorporators of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and execute these Articles of Incorporation this 23rd day of March, 1995.

  
Diane D. James

  
David J. Hass

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the corporation is:

D & D Unlimited, Inc.

2. The name and address of the registered agent and office is:

David J. Hass  
35527 Cypress Court  
Leesburg, Florida 34788

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 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.

  
\_\_\_\_\_  
David J. Hass

23 March, 1995

95 MAR 27 AM 9 28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED