

One Main Street
Tallahassee, FL 32301
800-342-8886



networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

79500027533

ACCOUNT NO. : 072100000037

REFERENCE : 573086-10640A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : April 6, 1995

ORDER TIME : 9:46 AM

ORDER NO. : 573086

2000011449427

CUSTOMER NO: 10640A

CUSTOMER: Charlene Durgan, Legal Asst.
WARWICK BURNS SEVERSON &
BANISTER, P.A.
140 Royal Palm Way
P. O. Box 2735
Palm Beach, FL 33480

DOMESTIC FILING

NAME: PRODICIOUS DESIGN
INTERNATIONAL, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensel

EXAMINER'S INITIALS:

T. BROWN APR - 6 1995

FILED
95 APR - 6 PM 3 01
TALLAHASSEE, FL 32301

ARTICLES OF INCORPORATION
OF
PRODIGIOUS DESIGN INTERNATIONAL, INC.

FILED
\$5 APR -6 PM 3 01
REC'D
FILED
APR 6 1986

ARTICLE I

This corporation will be a Subchapter S corporation by the name of PRODIGIOUS DESIGN INTERNATIONAL, INC.

ARTICLE II

The nature of the business is to act to the extent permitted under Florida Statutes, Chapter 607 (1988 as amended), and to engage in every business permitted under the laws of the State of Florida and the United States.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have at any time shall be Five Hundred (500) shares of common stock of One Dollars (\$1.00) par value per share.

ARTICLE IV

The corporation shall begin business with a capital stock of not less than Five Hundred Dollars (\$500.00).

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The post office address of the initial principal office of this corporation is 218 Barton Avenue, Palm Beach, FL 33480 and the name and address of the Registered Agent are: John R. Banister, 140 Royal Palm Way, Suite 205, Palm Beach, FL 33480. Further, the corporation may have such other place of business, both within and without the State of Florida, and in foreign countries as may be necessary or convenient.

ARTICLE VII

The business of this corporation shall be conducted by a board of directors of one or more directors.

ARTICLE VIII

The name and post office address of the first director of this corporation who shall hold office until the annual meeting of

this corporation to be held in and until his successors are elected and have qualified is:

NAME

ADDRESS

Kenneth Cheng

218 Barton Avenue
Palm Beach, FL 33480

ARTICLE IX

The name and post office address of the incorporator and subscriber of this Articles of Incorporation is as follows:

NAME

ADDRESS

Kenneth Cheng

218 Barton Avenue
Palm Beach, FL 33480

ARTICLE X

The name and post office address of the first organizer of this corporation who shall hold office until the organizational meeting of this corporation, and until his successors are elected and have qualified is as follows:

NAME

ADDRESS

Kenneth Cheng

218 Barton Avenue
Palm Beach, FL 33480

ARTICLE XI

Special provisions for the regulation in government for this corporation are:

SECTION 1. The annual meeting of the stockholders and board of directors of this corporation shall be fixed by the bylaws.

SECTION 2. Any meeting of the stockholders and board of directors may be held either within or without the State of Florida.

SECTION 3. The officers of this corporation shall be a president, secretary and treasurer, and such other offices as the board of directors may deem necessary. Any one person may hold two of said offices.

SECTION 4. The bylaws of this corporation shall be made by the board of directors and may be amended by the board of directors.

ARTICLE XII

The original incorporator of this corporation shall have the rights to and may, after the organization of same, assign and deliver their subscriptions of stock herein to any other person who may hereinafter become subscribers to the Stock of this corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporator, and assume and carry out all the rights, liabilities, and other duties entailed by said subscription subject to the laws of the State of Florida and the execution of this power.

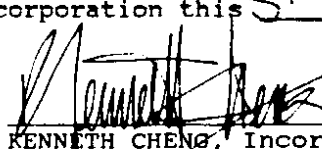
ARTICLE XIII

Only fifty-one percent of the shares entitled to vote represented by person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty-one percent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLES XIV

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of April, 1995.



KENNETH CHENG, Incorporator

STATE OF FLORIDA)
 SS:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared
KENNETH CHENG and to me personally known to be the person who
executed the foregoing Articles of Incorporation, and he
acknowledged to and before me that he executed such instrument. An
oath was taken.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 5th day of April, 1995.

My Commission Expires



John R. Banister
Notary Public
State of Florida
Commission Expires April 1, 1996

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

Pursuant to Chapter 48.091, Florida Statutes, 1988, the
following is submitted in compliance with said act:

FIRST that PRODIGIOUS DESIGN INTERNATIONAL, INC. is a
corporation organized under the laws of the State of Florida, with
its principal offices at 218 Barton Avenue, Palm Beach, FL 33480
and has named John R. Banister, 140 Royal Palm Way, Suite 205, Palm
Beach, FL 33480 as its registered agent, to accept service within
the state.

ACKNOWLEDGMENT

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 to keeping open said office.

John R. Banister
JOHN R. BANISTER
Registered Agent

FILED
65 APR -6 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 12 96 12:00:00 0002
6/12/96 8:55 AM

P95000027533

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: GUNSTER, YOAKLEY, ETAL. (WEST PALM B
777 S FLAGLER DR
PHILLIPS FOINT SUITE 500E
WEST PALM BEACH FL 33401-6194
CONTACT: MARY BLACKFORD CHERRY
PHONE: (407) 650-0728
FAX: (407) 655-5677

DOCUMENT TYPE: DISSOLUTION
NAME: PROPIGIOUS DESIGN INTERNATIONAL, INC.
FAX AUDIT NUMBER: H96000008192
DATE REQUESTED: 06/12/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 1
ESTIMATED CHARGE: \$87.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 08:55:07
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 076117000420

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((H96000008192))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

*Corporations
Funds*

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96 JUN 12 AM 9:40
DIVISION OF CORPORATIONS

FILED
96 JUN 12 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 12 96 WED 09:28 FAX 561 655 5877
06 24 96 FRI 11:18 FAX 561 655 5877

GUNSTER YOAKEY VALDES F
GUNSTER 520488

0003

H9600008192

**ARTICLES OF DISSOLUTION FOR
PRODIGIOUS DESIGN INTERNATIONAL, INC.**

Pursuant to Section 607.1403, Florida Statutes, the undersigned corporation hereby submits the following for the purpose of dissolving the corporation:

ARTICLE I

The name of the corporation is PRODIGIOUS DESIGN INTERNATIONAL, INC.

ARTICLE II

The dissolution was authorized on May 7, 1996.
June

ARTICLE III

The dissolution was approved by the sole shareholder and the sole director of the Corporation by written consent dated May 7, 1996, which is sufficient for dissolution of the Corporation.
June

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by its duly authorized officer on May 7, 1996.
June

PRODIGIOUS DESIGN INTERNATIONAL,
INC.

By: 

Name: MICHAEL V. MITRIONE

Title: PRESIDENT

206299

Michael V. Mitrione (FL Bar No. 0294551)
Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.
777 S. Flagler Drive, Suite 500 East
West Palm Beach, Florida 33401
(561) 655-1980

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96 JUN 12 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA