

P95 000035121

TRANSMITTAL LETTER

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

800001470708
-05/02/95--01081--009
****122.50 ****122.50

SUBJECT: Group D, Inc.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 122.50. For Certified Copy & Filing Fees

FROM:

PERRY R TENNISON
Name (printed or typed)
15 CROSSROADS B126
Address
SACASITA, FLA.
City, State, & Zip
(813) 388-3948
Telephone Number

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -1 PM 3:47

5/4

Note: Please provide the original and one copy of the Articles.

ARTICLES OF INCORPORATION

OF

Group D, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Group D, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

15 CROSSROADS # 12C
SARASOTA, FLA. 34239

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000,000.

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ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

PERRY R. TENNELL / C/O Hemingways.
325 JOHN RIDGELINE BLVD.
SARASOTA, FLA. 34236

ARTICLE V INCORPORATOR(S)

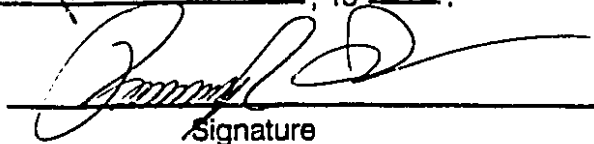
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

PERRY R. TENNELL
C/O HEMINGWAYS
325 JOHN RINGLING BLVD
SARASOTA, FL. 34236

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The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

26th day of April, 1995.


Signature

Signature

Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 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: Group D, Inc.

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

ABERY R. TENDALL
(NAME)

325 John Ringling Blvd
(P.O. BOX NOT ACCEPTABLE)

Sarasota, Fla. 34236
(CITY/STATE/ZIP)

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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.

SIGNATURE



DATE

4/26/95