

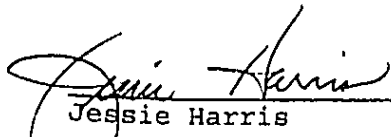
P95000042917

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

8000001500378  
-05/26/95--01072--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Subject: Desdemona, Inc.

Enclosed is an original and one (1) copy of the articles and  
a check for \$78.75 to cover the filing fee and a certificate.

  
\_\_\_\_\_  
Jessie Harris

14643 Blue Stone Rd.  
Odessa, Florida 33556  
305 888-5532

95 MAY 26 PM 1:01  
SECRETARY OF STATE  
TALLAHASSEE, FL 32303

EFFECTIVE DATE  
5-19-95

6/2  
164

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be: Desdemona, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 13899 Biscayne Blvd., Suite 205, North Miami Beach, Florida 33181.

ARTICLE III SHARES

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 1,000 shares of one class of common stock. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Jessie Harris 14643 Blue Stone Rd., Odessa, Florida 33556.

ARTICLE V INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is five (5). The number of Directors may be increased or decreased from time to time, by the By-laws adopted by the shareholders.

ARTICLE VI INITIAL DIRECTORS

The name and address of the members of the initial Board of Directors are:

Jessie Harris, Chairwoman and CEO of Desdemona, Inc. 14643 Blue Stone Rd., Odessa, Florida, 33556.

Steve Harris, President, Desdemona, Inc. 14643 Blue Stone Rd., Odessa, Florida 33556

Jeffrie Dixon, Treasurer and CFO of Desdemona, Inc. 49 Fairmont Ave, Chatham, New Jersey, 07928

Diana Noble Thomas, Corporate Secretary and Vice President for Strategic Planning, Desdemona, Inc. 126 N.E. 9th Ct., Hialeah, Florida, 33010.

EFFECTIVE DATE

5-19-85

FILED  
55 MAY 26 PM 1:01  
SECRETARY  
TALLAHASSEE, FLORIDA

Doris Noble, Vice President for Corporate Communications of Desdemona, Inc. 612 Barbara Lane, Jacksonville Beach, Florida 32250.

Stephanie Noble, Vice President for Media Development, Desdemona, Inc. 612 Barbara Lane, Jacksonville Beach, Florida 32250

#### ARTICLE VII NATURE OF CORPORATE BUSINESS

Our mission is to provide quality products at a reasonable price while maintaining exceptional service. Our fundamental goal is to utilize the varied talents of our family and friends in the spirit of teamwork to promote the organization's integrity and altruism.

#### ARTICLE VIII INCORPORATORS

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

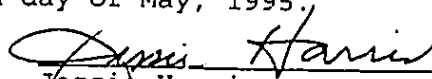
Jessie Harris, 14643 Blue Stone Rd., Odessa, Florida, 33556.

Diana Noble Thomas, 126 N.E. 9th Ct., Hialeah, Florida, 33010.

#### ARTICLE IX EFFECTIVE DATE

The foregoing Articles of Incorporation shall be effective as of the 19th day of May, 1995.

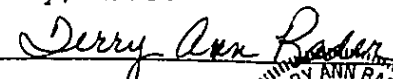
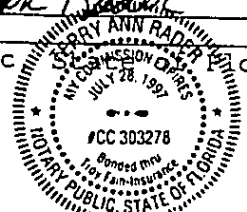
In witness whereof, I the Incorporator have executed these Articles of Incorporation this 19th day of May, 1995.

  
Jessie Harris  
Incorporator

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

Before Me, the undersigned authority, an officer duly qualified to administer oaths and take acknowledgements in the State and County aforesaid, personally appeared Jessie Harris, to me known to be the Incorporator described in and who executed the foregoing Articles of Incorporation, and she duly acknowledged to me that she executed the same for the purposes therein expressed.

Witness my hand and official seal in Tampa, Hillsborough County, Florida this 25<sup>th</sup> day of May, 1995.

  
Notary Public  Florida

Personally Known ☒ OR Produced Identification ☐

Type of I.D. Produced \_\_\_\_\_

State of Florida

County of Hillsborough

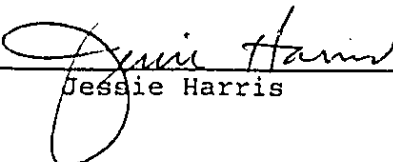
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

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

Jessie Harris  
14643 Blue Stone Rd.  
Odessa, Florida 33556  
305/888-5532

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.

  
\_\_\_\_\_  
Jessie Harris

\_\_\_\_\_  
May 19, 1995

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32311

RECEIVED  
MAY 26 1995  
1:01 PM  
TALLAHASSEE  
FLORIDA  
STATE  
SECRETARY

P9500 0042917

OFFICE USE ONLY (Document #)

7/25/96

To: Division of Corporations  
Secretary of State  
Po Box 6327  
Tallahassee, FL 32314

Ci

1.

2.

3.

4.

From: Diana Thomas  
Desdemona, Inc  
126 NE 9th Ct  
Gulf Breeze, FL 33010  
305 888-5536

000001907290  
-07/30/96--01007--020  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

RECEIVED  
JUL 26 1996  
TALLAHASSEE, FL  
FOR DEPOSIT ONLY  
STATE OF FLORIDA

Attached find Articles of Dissolution  
for Desdemona, Inc.  
Please feel free to contact me  
with any questions.

DIANA Thomas

Name Reservation

Reinstatement
Trade-mark
Other

Examiner's Initials

## ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Desdemona, Inc

SECOND: The articles of incorporation were filed on: May 19, 1995

THIRD: (CHECK ONE)

☐ None of the corporation's shares have been issued

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☒ A majority of the incorporators authorized the dissolution.

☐ A majority of the directors authorized the dissolution.

Signed this 25<sup>th</sup> day of July, 19 96

Signature Diana Thomas  
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

DIANA THOMAS  
(Typed or printed name)

\_\_\_\_\_  
(Title)