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Wallaco J. D. Weylio
BARRISTER & SOLICITOR
ATTORNEY - AT - LAW

REPLY TO:

330 GULF BLVD. INDIAN ROCKS BEACH, FL 34633 (TAMPA BAY AREA) PHONE (#13) 396-9078 FAX (#13) 393-2192 130 ADILLAIDE ST, W., SUITE 1712 TORONTO, ONTARIO, M511 31'5 PHONE (416) 868-0626 FAX (416) 868-0352

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

January 17, 1996

CIVIE STATE STATE OF LEVEL 23 PH IZ: 31

RE: Incorporation - TDM Investments, Inc.

Dear Registrar:

Enclosed in duplicate are Articles of Incorporation regarding the above-named company. A preliminary search for the name indicated that there is no problem with using this name.

Also enclosed is a check in the amount of \$122,50 to cover the fees, including the furnishing of a certification to WALLACE J.D. WEYLIE.

Thank you for your assistance.

100001695831 -01/23/96--01070--002 ****122.50 ****122.50

Sincerely,

Kathryn M. Hoshstrasser Legal Assistant

AL JAN 2 6 1995

ARTICLES OF INCORPORATION

OF

TDM INVESTMENTS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

TDM INVESTMENTS, INC.

The principal place of business of this corporation shall be:

512 2nd Street
Unit 5
Indian Rocks Beach, Florida 34635

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

10,000 shares at \$1.00 each

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS AND DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until his successor is elected is:

Todd David McNeil
512 2nd Street
Unit 5
Indian Rocks Beach, Florida 34635

ARTICLES VI - INCORPORATORS

The name and street address of the incorporator to these articles of incorporation is:

Todd David McNeil
512 2nd Street
Unit 5
Indian Rocks Beach, Florida 34635

In Witness whereof, the undersigned incorporator has executed these Articles of Incorporation this 17th day of January, 1996.

Signature of Incorporator:

Todd David McNeil

State of Florida

County of Pinellas

The foregoing instrument was acknowledged before me this

17th day of January, 1996 by Todd David McNeil of

TDM INVESTMENTS, INC., who is personally known to me or who has produced an On Foreign driver's license as identification and who did take an oath.

Notary Public

WALLACE J. D. WEYLIE
Notary Public, State of Florida
My Comm. Expires Apr. 24, 1998
No. CC 359755
Bonded Thry Official Nature Security



96 JAH 23 PH 12: 31

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

- 1. The name of the corporation is: TDM INVESTMENTS, INC.
- 2. The name and address of the registered agent and office is:

Wallace J.D. Weylie 350 Gulf Blvd., Indian Rocks Beach, FL 34635

Signature: Americle of Title: Presicle of 17/96

Having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

Signature <u>(Sallace J.D. Weylie)</u>
Wallace J.D. Weylie)

Date <u>01/17/96</u>