# CAPITAL CONNECTION, INC. DO 13938 52280

417 E. Virginia St., Suite 1, Tallahasace, FL 32301, (904)224-8870 Mailing Address: Prot Office Box 10349, Tallahasace, FL 32302 TOLL FREB No. 1-800-342-8062 FAX (904) 222-1222

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#### ARTICLES OF INCORPORATION

FOR

96 FEB 14 - PM 2: 11

PDL, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida.

### ARTICLE I Corporation Name

The name of this corporation is: PDL, Inc.

# ARTICLE II Duration

This corporation shall exist perpetually, unless otherwise dissolved according to Florida law.

# ARTICLE III Purpose

The purpose of this organization is to conduct normal business activities as permitted under the laws of the State of Florida.

## ARTICLE IV Capital Stock

This corporation is authorized to issue  $\underline{100}$  shares of common stock having a nominal par value of  $\underline{\$1.00}$ .

#### ARTICLE V Election

This corporation elects organization under subchapter "S". The Board of Directors shall be required to forever maintain this status.

## ARTICLE VI Initial Registered Agent & Office

The name and street address of the Registered Agent of this corporation is:

Paula Guzzino 296 Vagabond Drive Port Orange, Florida 32127

The mailing address of this corporation is:

296 Vagabond Drive Port Orange, Florida 32127

# ARTICLE VII Initial Board of Directors

This corporation shall initially have four (4) directors. The number of directors of this corporation may be changed at any time, but shall never be less than one.

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

Phillip J. Guzzino - 296 Vagabond Drive Port Orange, Florida 32127

Larry Dean Fulk - 296 Vagabond Drive Port Orange, Florida 32127

Paula C. Guzzino - 296 Vagabond Drive Port Orange, Florida 32127

Ralph D. Lancaster - 296 Vagabond Drive Port Orange, Florida 32127

# ARTICLE VIII Incorporators

The names and street addresses of the incorporators are:

President:

Phillip J. Guzzino 296 Vagabond Drive

Port Orange, Florida 32127

Vice President:

Larry Dean Fulk 296 Vagabond Drive

Port Orange, Florida 32127

Treasurer:

Paula C. Guzzino

296 Vagabond Drive

Port Orange, Florida 32127

Secretary:

Paula C. Guzzino

296 Vagabond Drive

Port Orange, Florida 32127

The undersigned subscribers, in witness hereof, have executed these Articles of Incorporation this 130 day of 1000 Love, 1996.

PHILLIP J. GUZZINO

STATE OF FLORIDA

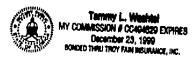
COUNTY OF VOLUSIA

Sworn to and subscribed before me this Belday of Lebrucity, 1996.

Notary Public, State of Florida

at Large

My Commission Expires:



## REGISTERED AGENT CERTIFICATE AND ACKNOWLEDGEMENT

96 FEB 14 PH 2: 11

CERTIFICATE OF REGISTERED AGENT

SECRETARY OF STATE TALLAHASSEE, FLORIDA

OF

PDL, INC.

THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION AT:

> 296 Vagabond Drive Port Orange, Florida 32127

HAS NAMED PHILLIP J. GUZZINO

LOCATED AT THE HEREIN MENTIONED ADDRESS, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

I HEREBY ACCEPT TO ACT AS REGISTERED AGENT AND ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AND AGREE TO COMPLY WITH THE PROVISIONS OF THE LAWS OF FLORIDA IN KEEPING OPEN SAID OFFICE.

REGISTERED AGENT