

David D. Bone, P.A.
Attorney at Law

P96000025235

766 Hudson Avenue, Suite B
Sarasota, Florida 34236

March 15, 1996

(941) 365-6969
(941) 951-0356 Fax

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Incorporation of: D & F SERVICES, INC.

Ladies/Gentlemen:

300001748293
-03/19/96--01015--020
***122.50 ***122.50

Enclosed herewith please find the following:

1. Original and copy of the Articles of Incorporation of the above captioned corporation.
2. Our firm check in the amount of \$122.50 which represents the following:

Filing Fee:	\$35.00
Certified copy of charter:	52.00
Registered Agent Fee:	35.00

We would appreciate your issuance of the corporate charter and the return of a certified copy to the above address at your earliest convenience. Thank you.

Very truly yours,

David D. Bone

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Enclosures
crp/fm:corstatus.let

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96 MAR 18 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
D & F SERVICES, INC.

ARTICLE I. NAME

The name of this corporation shall be D & F Services, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Division of Corporation. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 500 Shares of common stock \$1.00 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Articles Of Incorporation Of D & F Services, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be one. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are: Robert Dod, 4755 Meredith Lane, Sarasota, Fl. 34241.

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 4755 Meredith Lane, Sarasota, Fl. 34241.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Robert Dod.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: Robert Dod, 4755 Meredith Lane, Sarasota, Fl. 34241.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


Robert Dod - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of D & F Services, Inc. I hereby state that I am familiar with

Articles Of Incorporation Of D & F Services, Inc.

and accept the duties and responsibilities as registered agent for D & F Services, Inc.

Robert Dod
Robert Dod - Registered Agent

State Of Florida
County Of Sarasota

On March 14, 1996, Robert Dod, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of D & F Services, Inc.

Nicole R. Edwards
Notary Public

Nicole R. Edwards
(Notary Public - Printed Or Typed Name)



NICOLE RUTH EDWARDS
My Commission CC438414
Expires Feb. 12, 1998
Bonded by HAI
R00-422-1886

Commission Expiration Date & Commission Number:

(SEAL)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles Of Incorporation Of D & F Services, Inc.

David D. Bone, P.A.
Attorney at Law

766 Hudson Avenue, Suite B
Sarasota, Florida 34236

(941) 365-6969
(941) 951-0356 Fax

P96 000025235

April 4, 1996

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
Tallahassee, Florida 32314
+ + + + +

Re: Amendment to Articles of Incorporation
of D & F SERVICES, INC.

Gentlemen:

Enclosed herewith please find the following:

1. Original and copy of an Amendment to the Articles of Incorporation in connection with the above captioned corporation.

2. Our firm check in the amount of \$87.50, which represents the filing fee for the Amendment of \$35.00 and certified copy fee of \$52.50.

We would appreciate your issuance of an Amendment to the corporate charter, and the return of a certified copy to the above address at your earliest convenience in the enclosed return envelope. Thank you.

Very truly yours,

David D. Bone

ddb:gjs
Enclosures
corp-fm/filing.amd

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 APR -8 AM 10:24

APR 11 1996

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
D & F SERVICES, INC.

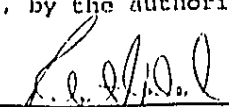
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DIVISION OF CORPORATIONS
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The undersigned, as the officer the corporation authorized to execute this document, hereby certifies as follows:

At a special joint meeting of the Board Of Directors and the shareholders of this corporation, called and held according to the applicable provisions of the laws of Florida and this corporation's bylaws, on April 4, 1996, at which meeting all of the members of the Board Of Directors and all of the stockholders of record holding a majority of the issued and outstanding stock in this corporation were present, and the following resolution was unanimously adopted:

It is hereby resolved, by the Board Of Directors and the shareholders of D & F Services, Inc., that the said Board Of Directors and shareholders deem it advisable, and hereby declare it to be advisable that the Articles Of Incorporation of D & F Services, Inc. be amended to change the corporate name from D & F Services, Inc. to Loderologist, Inc..

In witness whereof, these Articles Of Amendment are being executed and filed, by the authorized corporate officer, on behalf of D & F Services, Inc..



Corporate Officer

Robert J. Dadd
(Corporate Officer - Printed Or Typed Name)

State Of Florida
County Of Sarasota

On 4/4/96, the above named corporate officer of D & F Services, Inc., who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Amendment To The Articles Of Incorporation Of D & F Services, Inc..

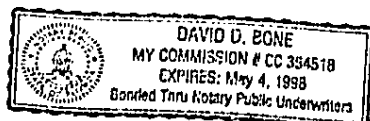


Notary Public

DAVID D. BONE
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)



Articles Of Amendment To The
Articles Of Incorporation Of
D & F Services, Inc.

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