

11-2529-7 PONDEN B INC., THOMASVILLE, GA

**ARTICLES OF INCORPORATION**

**OF**

**International Direct Manufacturing Sources, Inc.**

**FILED**  
96 APR 22 PM 3:09  
CLERK, DEPT. OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I: NAME**

The name of the corporation is **International Direct Manufacturing Sources, Inc.**

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation is 11494 Lakeview Drive, Coral Springs, FL 33071.

**ARTICLE III: CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of (\$50.00) per share.

**ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is E.E.Jordan, 650 S.E. Third Avenue, Fort Lauderdale, FL 33301.

## **ARTICLE V: INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

## **ARTICLE VI: INITIAL BOARD OF DIRECTORS**

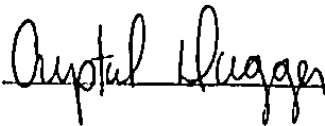
The name and address of the initial Board of Directors of the corporation is Michael Boiteau-President, 11494 Lakeview Drive, Coral Springs, FL 33071.

## **ARTICLE VII: SPECIAL PROVISION**

It is the intent of the incorporator and directors that the corporation qualify under section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish the compliance.

The undersigned has executed these Articles of Incorporation this 22nd day of April 1996.

"Capital Connection, Inc. by Crystal Dugger, Assistant Office Manager"

\_\_\_\_\_

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICEFILED  
95 APR 22 PM 3:09SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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: \_\_\_\_\_

INTERNATIONAL DIRECT MANUFACTURING SOURCES, INC.

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

650 S.E. Third Avenue

Fort Lauderdale, FL 33301

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.

E. E. Jordan

P96000034850

E. E. JORDAN  
ATTORNEY AT LAW

850 SOUTHEAST THIRD AVENUE  
FORT LAUDERDALE, FLORIDA 33301

TELEPHONE (305) 462-7393  
FAX (305) 462-7874

April 29, 1996

SEARCHED INDEXED  
SERIALIZED FILED  
MAY 1 1996  
TALLAHASSEE, FLORIDA

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: International Direct Manufacturing Sources, Inc.

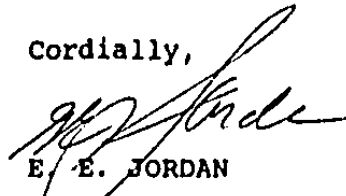
Ladies and Gentlemen:

Enclosed herewith please find Statement of Change of  
Registered Office and Registered Agent, together with check in the  
amount of \$35.00 covering your fee for filing.

If you have any questions, please advise.

Thank you.

Cordially,

  
E. E. JORDAN

EEJ/hmg  
Enclosures

VS MAY 10 1996

RA Chg.

FILED  
96 MAY -1 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Charter # 196000034850

Date filed April 22, 1996

## STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is INTERNATIONAL DIRECT MANUFACTURING SOURCES, INC.

2. The name and address of its present registered agent is

E. E. JORDAN  
650 Southeast Third Avenue  
Fort Lauderdale, FL 33301

3. The name and street address to which its registered agent is to be changed is:

Michael Boiteau  
11494 Lakeview Drive  
Coral Springs, FL 33071

4. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

5. Such change was authorized by resolution duly adopted by its board of directors.

Dated April 29, 1996

SIGNATURE



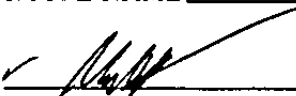
(President or Vice President)

DATE April 29, 1996

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 OBLIGATION OF SECTION 607.325, FLORIDA STATUTES.

PLEASE PRINT/TYPE NAME Michael Boiteau

SIGNATURE



(Registered Agent)

DATE April 29, 1996

FILED  
96 MAY -1 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA