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May 21, 1996

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

HAND-DELIVERY

Re: Dead Solid Perfect, Inc.

Dear Sirs:

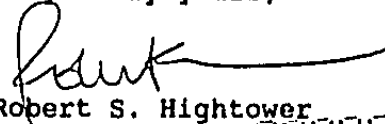
Enclosed for filing please find the original Articles of Incorporation for the above-referenced corporation.

Also please find Mr. Davidson's check in the amount of \$122.50 made payable to the Florida Secretary of State. This amount represents \$35.00 for filing the Articles of Incorporation and \$35.00 for the Resident Agent fee and \$52.50 for a certified copy of the Articles

We reserved the name Dead Solid Perfect, Inc. on April 29, 1996, see attached.

Please call our office should you have any question regarding the enclosed.

Very truly yours,

  
Robert S. Hightower

RSH:chs

Enclosure

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-05/22/96--01001--020  
\*\*\*122.50 \*\*\*122.50

RECEIVED  
96 MAY 21 PM 4:09  
DIVISION OF CORPORATION

96 MAY 21 AM 8:37  
SECRET  
STATE  
TALLAHASSEE, FLORIDA

FILED  
5/22/96

ARTICLES OF INCORPORATION OF  
DEAD SOLID PERFECT, INC.

FILED

96 MAY 21 AM 8:37

SECRETARY OF STATE  
ARTICLES OF INCORPORATION  
FLORIDA

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I.

Name and Principal Office

The name of this Corporation shall be DEAD SOLID PERFECT, INC. The Corporation's principal office is 1615 Paradise Bay Drive, Gulf Breeze, Florida 32561. The mailing address of the Corporation is 1615 Paradise Bay Drive, Gulf Breeze, Florida 32561.

ARTICLE II.

Nature of Business

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

Stock

The authorized capital stock of this Corporation shall consist of 7,000 shares of Common Stock with a par value of One Dollar (\$1.00) per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the

form of options, rights of first refusal, buy and sell agreements or any other lawful form of agreements.

#### ARTICLE IV.

##### Powers

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

#### ARTICLE V.

##### Incorporator

The name and street address of the Incorporator of this Corporation is as follows:

Charles B. Davidson: 1615 Paradise Bay Drive  
Gulf Breeze, Florida 32561

#### ARTICLE VI.

##### Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

#### ARTICLE VII.

##### Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 241 East Virginia Street, Tallahassee, Florida 32301. The name of the initial Registered Agent of the Corporation at the above address shall be Robert S. Hightower. The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

ARTICLE VIII.

Number of Directors

This Corporation shall have one or more directors. The number of directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the stockholders.

ARTICLE IX.

Initial Board of Directors

The initial Board of Directors shall consist of one person. The name and address of the member of the initial Board of Directors of this Corporation, who shall hold office until the first annual meeting of the shareholders, and thereafter until his successor is elected is as follows:

Charles B. Davidson	1615 Paradise Bay Drive Gulf Breeze, Florida 32561
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ARTICLE X.

Officers

The Corporation shall have a President, a Secretary and a Treasurer and may have additional assistant officers including, without limitation thereto, one or more Vice Presidents, Assistant Secretaries and Assistant Treasurers. A person may hold more than one office. The names and addresses of the initial officers are as follows:

Charles B. Davidson	1615 Paradise Bay Drive Gulf Breeze, Florida 32561
President:	Charles B. Davidson
Secretary:	Christy M. Davidson
	1615 Paradise Bay Drive Gulf Breeze, Florida 32561
Treasurer:	Christy M. Davidson

ARTICLE XI.

Transactions In Which Directors  
Or Officers Are Interested

(a) No contract or other transaction between the Corporation and one or more of its directors or officers, or between the Corporation and any other corporation, firm or entity in which one or more of the Corporation's directors or officers are directors or officers, or have a financial interest, shall be void or voidable solely because of such relationship or interest, solely because such director or directors or officer is present at or participates in the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction, or solely because his or their votes are counted for such purpose, if:

(1) The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested director or directors; or

(2) The fact of such relationship or interest is disclosed or known to the shareholders entitled to vote thereon, and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(3) The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the shareholder.

(b) Common or interested directors may be counted in

determining the presence of a quorum at a meeting of the board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

#### ARTICLE XII.

##### Indemnification

The Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

#### ARTICLE XIII.

##### Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

#### ARTICLE XIV.

##### Corporate Action

Any action by the Shareholders/Directors may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders/Directors entitled to a vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records as provided by law. Board of Directors' and Shareholders' meetings may be held jointly and all business of the corporation may be conducted in this fashion upon inception of this corporation until amendment of these Articles. All lawful business allowed by Shareholders and Board of Directors under Chapter 607, Florida Statutes, and the By-Laws of this corporation shall take place at such meetings.

IN WITNESS WHEREOF, the undersigned, being the original

subscribing Incorporator to the foregoing Articles of  
Incorporation; has executed these Articles of Incorporation this  
17 day of May, 1996.

Charles B. Davidson  
CHARLES B. DAVIDSON

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

DEAD SOLID PERFECT, INC. desiring to organize as a corporation under the laws of the State of Florida, has designated 241 East Virginia Street, Tallahassee, Florida 32301, as its initial Registered Office and has named Robert S. Hightower, located at said address as its initial Registered Agent.

  
\_\_\_\_\_  
CHARLES B. DAVIDSON, President

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office.

  
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ROBERT S. HIGHTOWER  
Registered Agent

FILED  
96 MAY 21 AM 2  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA