

P96000048423

OHD Trading Company, Inc.
c/o: 7077 S. Tamiami Trail
Sarasota, FL 34231

April 24, 1996

Florida Secretary of State
Corporations Division
409 E. Gaines Street
Tallahassee, FL 32399

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***122.50 ***122.50

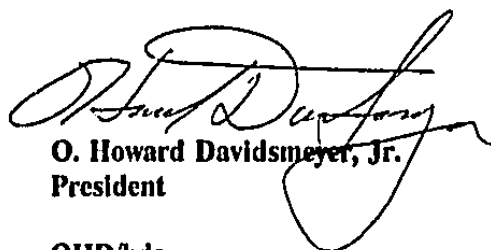
Dear Sir/Madam:

The attached filing is submitted to incorporate OHD Trading Company, Inc., as a Florida Corporation. I have enclosed a check in the amount of \$122.50.

Please do not hesitate to contact me should you have any questions by telephone at 941/923-1949 or by FAX at 941/921-2821.

Thank you for your prompt response.

Sincerely,


O. Howard Davidsmeyer, Jr.
President

OHD/bds
Enclosure

Howard Davidsmeyer GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Principal Address*
DATE *6/6/96*
DOC. EXAM. *cf*

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DIVISION OF CORPORATIONS
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6/6/96

DJD Trading Company, Inc.
7077 S. Tamiami Trail
Sarasota, FL 34231
941/923-1949
FAX 941/921-2821

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May 29, 1996

Ms. Claretha Golden
Document Specialist
Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Letter Number 896A00020981

Dear Ms. Golden:

Thank you for your letter of May 1, 1996.

My office contacted you recently, and it was determined that DJD Trading Company, Inc., (the newly named new company), and OHD Trading Company, Inc. are two different companies operating in different businesses with different stockholders, and accordingly, the reinstatement fee is not applicable.

We have revised our documents to correct the name and reflect the establishment of a registered agent for the Company.

We would appreciate your applying funds paid previously, (\$122.50), to the incorporation of DJD Trading Company, Inc.

We regret the inconvenience caused by this situation.

Very truly yours,
DJD TRADING COMPANY, INC.



O. Howard Davidsmeyer, Jr.
Chairman

OHD/bds

DJDT01.1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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May 1, 1996

OHD TRADING COMPANY, INC.
ATTN: O. HOWARD DAVIDSMEYER, JR.
C/O 7077 SOUTH TAMiami TRAIL
SARASOTA, FL 34231

SUBJECT: OHD TRADING COMPANY, INC.
Ref. Number: W96000009276

DJP

We have received your document for OHD TRADING COMPANY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

Bylaws are not filed with this office. Please retain them for your records.

In reviewing our records, we note there is a(n) OHD TRADING COMPANY, Document number F07490, in existence.

Because of the similarities between the existing corporation and the one you are now seeking to file with us, and because it is our duty to assure that all fees due this office in accordance with section 607.0130(2)(c), Florida Statutes, are collected, we are returning the articles of incorporation unfiled and must request you return the existing corporation to good standing by completing the enclosed reinstatement application and submitting it with the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year for the years 1984 through the current year, \$138.75 supplemental fee for the years 1992 forward. The total fee to file the reinstatement is \$1665.00, therefore, there is a balance of \$1542.50 due. Add an additional \$8.75 for each certificate of status requested.

If you have any questions concerning the filing of your document, please call

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(904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 896A00020981

EFFECTIVE DATE
4/19/96

**CERTIFICATE OF INCORPORATION
OF
DJD TRADING COMPANY, INC.**

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THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

1. IDENTIFICATION

The name of the corporation, hereinafter referred to as the "Corporation" is DJD Trading Company, Inc.

2. PERIOD OF EXISTENCE

The period during which the corporation shall continue is perpetual.

3. REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Corporation is 7077 South Tamiami Trail, Sarasota, FL 34231 and the name and address of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is 7077 South Tamiami Trail, Sarasota, FL 34231. Principal address shall be the same as the registered agents address.

4. PURPOSE

The purpose of the corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Florida.

5. SHARES

The total authorized capital stock of the corporation is 10,000,000 shares having a Par Value of \$.00001. All or any part of said shares may be issued by the corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by Law.

6. INCORPORATOR'S ADDRESS

The name and post office address of the incorporator of the Corporation is as follows:

O. Howard Davidsmeyer, Jr.
7077 South Tamiami Trail
Sarasota, FL 34231

7. DIRECTORS

The powers of the Incorporator are to terminate upon the filing of this Certificate of Incorporation and the names and mailing addresses of persons who are to serve as directors until the first meeting of stockholders or until their successors are elected and qualify are as follows:

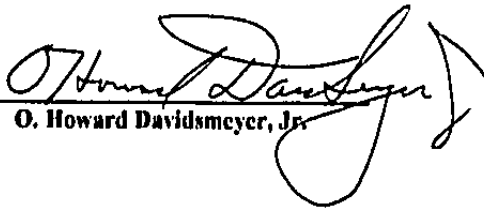
O. Howard Davidsmeyer, Jr. 7077 South Tamiami Trail, Sarasota, FL 34231
Dorothy Jean Davidsmeyer 5159 Riverwood Avenue Sarasota, FL 34231

8. INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of this Certificate of Incorporation shall be April 19, 1996.

IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as of April 19, 1996.


O. Howard Davidsmeyer, Jr.

**INCORPORATOR'S CERTIFICATE
OF
DJD TRADING COMPANY, INC.**

I, O. Howard Davidsmeyer, Jr., the sole incorporator of DJD Trading Company, Inc., a Florida corporation formed in accordance with the laws of that state sign this statement to set forth action taken as follows:

FIRST: I state that the Certificate of Incorporation of DJD Trading Company, Inc., a true copy of which is annexed to this statement, was filed with the Department of State of Florida on April 19, 1996.

SECOND: The by-laws annexed to this statement have been adopted by me as the by-laws of the Corporation.

THIRD: The following persons have been nominated and elected by me as directors of the Corporation to hold office until the first annual meeting of shareholders and until their successors are elected and qualify:

O. Howard Davidsmeyer, Jr.
Dorothy Jean Davidsmeyer

FOURTH: I hereby assign all my rights as incorporator of the Corporation to the above-named directors.

The foregoing is established by my signature on this instrument at Sarasota, Florida on this 19th day of April, 1996.

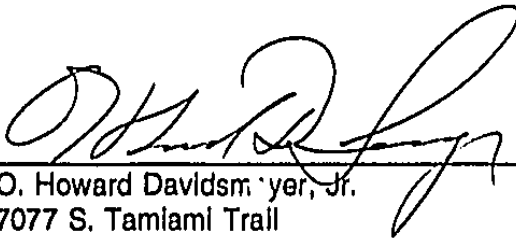

O. Howard Davidsmeyer, Jr.

DJD Trading Company, Inc.
Establishment of Registered Agent

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DJD Trading Company, Inc.
7077 S. Tamiami Trail
Sarasota, FL 34231

I, O. Howard Davidsmeyer, Jr., hereby consent to appointment as registered agent for the above referenced corporation. I am familiar with and accept the duties and responsibilities as registered agent for said corporation.



O. Howard Davidsmeyer, Jr.
7077 S. Tamiami Trail
Sarasota, FL 34231

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