

PRINTER STATE STRUCT ACCOUNT NO. : 072100000032

REFERENCE: 001016 7111896

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AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: June 26, 1996

ORDER TIME : 10:11 AM

ORDER NO. : 001016

900001882209 -07/02/96--01070--004 ****112.50 ****112.50

CUSTOMER NO:

7111896

CUSTOMER: Mr. Thomas S. Krzesinski

CFO FINANCIAL SERVICES, INC.

Suite 800

4200 W. Cypress Street

Tampa, FL 33607

DOMESTIC FILING

NAME: DAAR DISTRIBUTOR GROUP, INC.

XXX__ ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY _ PLAIN STAMPED COPY

__ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

EXAMINER'S INITIALS:



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

Juno 26, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301-2607

SUBJECT: DAAR DISTRIBUTOR GROUP, INC. Ref. Number: P96000054544

The Articles of Incorporation for DAAR DISTRIBUTOR GROUP, INC. were filed on June 26, 1996, and assigned document number P96000054544. Please refer to this number whenever corresponding with this office.

However, your check for \$112.50 was not sufficient to cover the filing fees and the cost of a certified copy. Therefore, your request could not be completed.

If you will return a check in the amount of \$10.00, with a copy of this letter and a filed stamped copy of the document, if available, your request will be promptly handled.

A corporation annual report will be due this office between January 1 and May 1 of next year. A Federal Employer Identification (FEI) number will be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding corporations, please contact this office at the address given below.

Sincerely, Claretha Golden Document Specialist New Filings Section Division of Corporations

Letter Number: 196A00031771

ARTICLES OF INCORPORATION

SECRETARY OF STATE OF CORPORATIONS
96 JUN 26 PM 3: 44

OF

DAAR DISTRIBUTOR GROUP, INC.

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 shall be DAAR Distributor Group, Inc.

ARTICLE II

PRINCIPAL OFFICES

The principal offices of the corporation shall be: 106 Island View Drive, Indian Harbor, Florida 32937.

ARTICLE III

PURPOSE

The purpose for which the corporation is formed is to transact any or all lawful business under the Florida Business Corporation Act, including, but not limited to; providing business as an independent distributor.

ARTICLE IV

AUTHORIZED SHARES

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is 1,000, with a par value of \$0.01.

ARTICLE V

REGISTERED AGENT

The initial registered agent is: Laurie Garcia, and the address of the corporation's registered office is 511 Bay Street, Suite 400, Tampa, Florida 33606.

ARTICLE VI

BOARD OF DIRECTORS

The following individuals shall serve as the initial directors of the corporation:

- Harold Roberts
 106 Island View Drive
 Indian Harbor, Florida 32937
- Thomas Krzesinski
 720 Apalachee Drive, N.E.
 St. Petersburg, Florida 33702

ARTICLE VII

INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Thomas S. Krzesinski, 720 Apalachee Drive, N.E., St. Petersburg, Florida 33702.

ARTICLE VIII

BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors.

ARTICLE IX

AMENDMENTS

The corporation reserves the right to amend, alter, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the shareholders. Thereafter, every amendment shall be approved by the shareholders at a shareholders' meeting as provided in the bylaws.

The undersigned incorporator has executed these Articles of Incorporation this $34^{\mu n}$ day of ______, 1996.

Thomas S. Krzesinski

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

- 1. The name of the corporation is: DAAR Distributor Group, Inc.
- 2. The name and address of the registered agent and office is: Laurie Garcia, 511 Bay Street, Suite 400, Tampa, Florida 33606.

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.

Lauric Garcia

Dated this $\frac{\partial \mathcal{Y}^{\text{in}}}{\partial \mathcal{Y}^{\text{in}}}$ day of $\frac{1996}{1996}$.

SECRETARY OF STATIONS
SINISION OF CORPORATIONS
96 JUN 26 PN 3: 44