

**P96000102404**

Boyd Lindsey Williams & Branch  
Requestor's Name

1401 Piedmont Drive East  
Address

Tallahassee, FL 32310 904 211  
City/State/Zip Phone #

300002034263--7  
-12/19/96--01102--007  
\*\*\*\*101.00 \*\*\*\*\*70.00

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. MITE INC.  
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| NEW FILINGS                         |                   |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit            |
| <input type="checkbox"/>            | NonProfit         |
| <input type="checkbox"/>            | Limited Liability |
| <input type="checkbox"/>            | Domestication     |
| <input type="checkbox"/>            | Other             |

| AMENDMENTS               |  |
|--------------------------|--|
| <input type="checkbox"/> | Amendment                              |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent             |
| <input type="checkbox"/> | Dissolution/Withdrawal                 |
| <input type="checkbox"/> | Merger                                 |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION |                     |
|-----------------------------|---------------------|
| <input type="checkbox"/>    | Foreign             |
| <input type="checkbox"/>    | Limited Partnership |
| <input type="checkbox"/>    | Reinstatement       |
| <input type="checkbox"/>    | Trademark           |
| <input type="checkbox"/>    | Other               |

|                     |  |
|---------------------|--|
| Examiner's Initials |  |
|---------------------|--|

**ARTICLES OF INCORPORATION  
OF  
MDI, INC.**

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DIVISION OF CORPORATIONS  
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The undersigned natural persons, of legal age, acting as Incorporators under the provisions of Chapter 607, Florida Statutes, adopt the following Articles of Incorporation:

**ARTICLE I**

**Name and Address of Corporation**

The name of this Corporation shall be **MDI, INC.**

**ARTICLE II**

**Principal Place of Business and Mailing Address**

The principal office business and mailing address of the Corporation shall be 113 South Adams Street, Tallahassee, Florida 32301.

**ARTICLE III**

**Purposes**

The purpose of this Corporation is to invest in business and/or engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

**ARTICLE IV**

**Board of Directors**

The business of the Corporation shall be managed initially by a board of two (2) directors. The number of directors may be, as provided in the By-Laws, increased, but shall never be less than two (2) directors. The names and addresses of the directors constituting the initial board are:

| <u>Name</u>        | <u>Address</u>                                       |
|--------------------|--|
| James M. Rudnick   | 410 Office Plaza Drive<br>Tallahassee, Florida 32301 |
| Donald T. Carrigan | 113 South Adams Street<br>Tallahassee, Florida 32301 |

## **ARTICLE V**

### **Corporate Powers**

The corporate powers of this Corporation are as provided in §610.0302, Fla.Stat.

## **ARTICLE VI**

### **Initial Registered Office and Agent**

The address of this Corporation's initial registered office in Florida is 1407 Piedmont Drive East, Tallahassee, Florida 32312, and the name of its initial registered agent at said address is Wm. Scott Lindsey.

## **ARTICLE VII**

### **Incorporators**

The names and addresses of the Incorporators are as follows:

| <u>Name</u>        | <u>Address</u>                                       |
|--------------------|--|
| James M. Rudnick   | 410 Office Plaza Drive<br>Tallahassee, Florida 32301 |
| Donald T. Carrigan | 113 South Adams Street<br>Tallahassee, Florida 32301 |

## **ARTICLE VIII**

### **Stock Clause**

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be Ten Thousand (10,000) shares of common stock, all of one class at One and No/100 Dollars (\$1.00) par value per share.

## **ARTICLE IX**

### **Duration**

The Corporation shall have perpetual existence.

## **ARTICLE X**

### **Effective Date**

The date that corporate existence shall begin shall be upon filing by the Secretary of State. This election is pursuant to Section 607.0123, Florida Statutes.

## ARTICLE XI

### Fiscal Year


The accounting period which this Corporation intends to establish as its first fiscal year for federal and state purposes shall be the fiscal year ending on the last day of December, 1996.

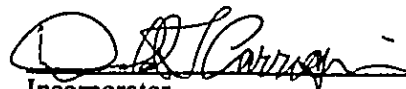
## ARTICLE XII

### By-Laws

By-Laws of this Corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders except as otherwise provided in the By-Laws.

IN WITNESS WHEREOF, the undersigned, being the sole Incorporators of this Corporation, execute these Articles of Incorporation and certify to the truth of the facts herein stated in the State of Florida, this 19th day of December, 1996.

  
Incorporator

  
Incorporator

State of Florida  
County of Leon

The foregoing Articles of Incorporation of MDI, Inc., were acknowledged before me this day of December, 1996, by James M. Rudnick and Donald T. Carrigan.

  
Notary Public

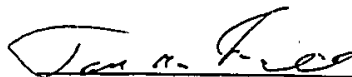


**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned 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 MDI, Inc.
2. The name and address of the registered agent and office is:

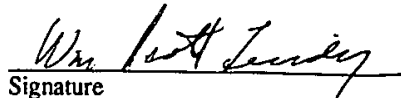
Wm. Scott Lindsey  
1407 Piedmont Drive East  
Tallahassee, Florida 32312

  
Signature (Corporate Officer)

President  
Title

12/19/96  
Date

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 OF 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.

  
Signature

12/19/96  
Date

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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