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January 29, 1997

Sandra B. Mortham  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

200002074992--3  
-01/31/97--01057--022  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: **BODMAR DISTRIBUTIONS, INC., a Florida Corporation**

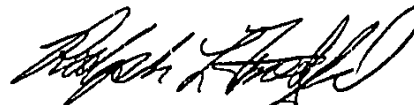
Dear Madam Secretary:

Enclosed please find the original and a copy of the Articles of Incorporation for the above captioned company. Also enclosed in a check payable to you in the amount of Seventy Dollars (\$70.00) to cover the various fees.

Please file the enclosed Articles of Incorporation and assign a document number, returning the copy in the self-addressed, stamped envelope I have provided for your convenience.

Thank you for your assistance in this matter.

Very truly yours,

  
Ralph L. Friedland

FILED  
97 JAN 31 AM 10:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RLF/stp  
Enc.

FEB 4

BSB

# ARTICLES OF INCORPORATION OF BODMAR DISTRIBUTIONS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

## ARTICLE I. NAME

The name of the corporation shall be:

BODMAR DISTRIBUTIONS, INC.

The address of the principal office of this corporation shall be 792 St. Judes Drive, Longboat Key, Florida 34228, and the mailing address of the corporation shall be the same.

## ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

## ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand shares of common stock having no par value per share.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be, 2033 Main Street, Suite 100 Sarasota, FL 34237 and the name of the initial registered agent of the corporation is Ralph L. Friedland, Esquire.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. OFFICERS

This corporation shall have two officers, initially. The name and the street address of the initial officer who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President/Director:

Holli L. Bodner  
792 St. Judes Drive  
Longboat Key, Fl 34228

Vice-President/Secretary/Director:

Michael N. Marcus  
792 St. Judes Drive  
Longboat Key, Fl 34228

#### ARTICLE VI. SPECIAL PROVISION


This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S Corporation as defined therein.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles  
of Incorporation is:

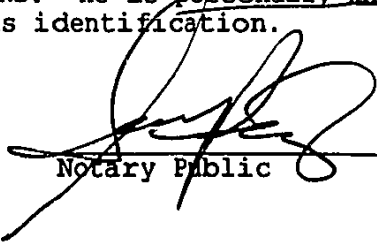
RALPH L. FRIEDLAND  
2033 MAIN STREET, SUITE 100  
SARASOTA, FL 34237  
(941)365-1980

29 IN WITNESS WHEREOF, I have here unto set my hand and seal this  
day of January, 1997.

  
RALPH L. FRIEDLAND

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 29<sup>th</sup> of  
January, 1997, by RALPH L. FRIEDLAND. He is personally known to me or  
has produced \_\_\_\_\_ as identification.

  
Notary Public



SANDRA PEREZ  
My Comm Exp. 7-21-00  
Bonded By Service Inc  
No. C0870672  
Notary Public, State of Florida

My Commission expires:

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN THE ARTICLES OF INCORPORATION OF THE BODMAR, INC.**

RALPH L. FRIEDLAND, having a business office at 2033 Manin Street, Suite 100, Sarasota, Florida and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505. Florida Statutes.

  
RALPH L. FRIEDLAND

**FILED**  
97 JAN 31 AM 10:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA