

AMAN & LINS, P.A.

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JEFFREY A. AMAN
D. MICHAEL LINS

ATTORNEYS & COUNSELORS AT LAW

May 9, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Public Design, Inc.

100002179971--2
-05/15/97--01069--011
*****70.00 *****70.00

Gentlemen:

Enclosed for filing please find an original Certificate Designating Registered Agent as well as two originals of the Articles of Incorporation for Public Design, Inc., along with our firm's check in the amount of \$70.00 which represents the filing fee. Please file the original and return the file-stamped copy to our offices in the enclosed, self-addressed and stamped envelope.

If you have any questions, please feel free to contact me.

Very truly yours,

D. Michael Lins

D. Michael Lins

DML:pg
Enclosures

FILED
97 MAY 15 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DML
5.19.97

ARTICLES OF INCORPORATION
OF
PUBLIC DESIGN, INC.

FILED
97 MAY 15 AM 8: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the Corporation is PUBLIC DESIGN, INC. The address of the Corporation is 8488 West Hillsborough Avenue, Tampa, Florida 33615.

ARTICLE II
DURATION

The Corporation shall have perpetual existence.

ARTICLE III
PURPOSE

The Corporation is organized for the following purposes: to engage in any activity or business incidental to or related to the business; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out the said purposes in any State, territory, district, or possession of the United States, or in any foreign country; and to engage in any activity or business permitted under the laws of the United States, the State of Florida, and any other State or foreign country.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of capital stock of the par value of One Dollar (\$1.00) per share which shall be designated "Common Shares," and all of which shall have the same rights and privileges.

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 8488 West Hillsborough Avenue, Tampa, FL 33615 and the name of the initial Registered Agent of the Corporation at that address is Denise Dukes.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws. The names of the initial Directors of the Corporation are:

Denise Dukes

James E. Turner

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Denise Dukes, 8488 West Hillsborough Ave., Tampa, FL 33615.

ARTICLE IX
BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X
INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI
AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 07 day of March, 1997.

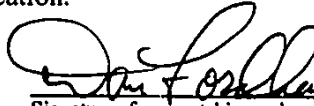


Denise Dukes, Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 07 day of March, 1997 by
Denise Dukes, who is personally known to me or who has produced
_____ as identification.



Signature of person taking acknowledgment

DAN FORDHAM

Name typed/printed/stamped

NOTARY PUBLIC STATE OF FLORIDA

Title

My commission expires:



DAN FORDHAM
MY COMMISSION # 00280176 EXPIRES
April 28, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING REGISTERED AGENT

FILED

97 MAY 15 AM 8:21

In pursuance of Chapter 48.091 and Chapter 607.0501, Florida Statutes, the following is
submitted in compliance with said Act: **STATE
TALLAHASSEE, FLORIDA**

That PUBLIC DESIGN, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 8488 West Hillsborough Avenue, Tampa, Florida 33615, has named Denise Dukes, located at 8488 West Hillsborough Avenue, Tampa, Hillsborough County, Florida 33615, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607.0501, Florida Statutes.

Denise Dukes
Denise Dukes, Registered Agent

Date: March 7, 1997