

P91000049470

April 28, 1997

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-05/02/97--01032--001  
\*\*\*\*122.50 \*\*\*\*122.50

RE: **CD'Sign, Inc.**

Dear Sirs:

I am enclosing an original and one copy of the Articles of Incorporation of the above proposed Corporation together with Money Order No.: 168233 in the amount of \$122.50.

Please file the original articles and return one copy to me at:

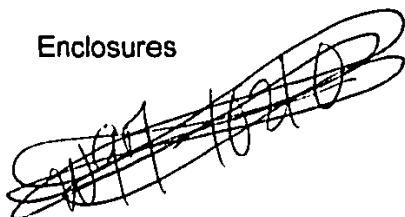
Carlos ThurdeKoos  
P. O. Box 1311  
Orlando, FL 32802-1311

Thank you.



Carlos ThurdeKoos

Enclosures



See 4/5

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN -5 AM 9:30



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 7, 1997

CARLOS THURDEKOOS  
P.O. BOX 1311  
ORLANDO, FL 32802-1311

SUBJECT: CD'SIGN, INC.  
Ref. Number: W97000010210

We have received your document for CD'SIGN, 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):

Your document is being returned as requested.

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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown  
Corporate Specialist

Letter Number: 097A00024181

**ARTICLES OF INCORPORATION**  
**OF**

**CD Designs & Shapes, Inc.**

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DIVISION OF CORPORATIONS  
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The undersigned Incorporators to these Articles of Incorporation, natural persons competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. CORPORATE NAME & ADDRESS:**

The name of this corporation is:

CD Designs & Shapes, Inc.  
4117 Fairview Vista Point  
Orlando, FL 32804

**Mailing Address:**  
P. O. Box 1311  
Orlando, FL 32802-1311

**ARTICLE II. NATURE OF BUSINESS AND POWERS:**

The general purpose of this corporation shall be the transaction of any and all lawful business. And the Corporation shall have all the powers enumerated in Florida Business Corporation Act as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

Also, this Corporation will be able to be engaged in any additional business provided they are lawful business permitted under the laws of the State of Florida.

**ARTICLE III. CAPITAL STOCK:**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock having a par value of one dollar (\$1.00) per share.

Shares may be issued only for consideration having a value, in the judgment of Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

**ARTICLE IV. TERM OF EXISTENCE:**

This Corporation shall have perpetual existence,

**ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE:**

The registered agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

Carlos ThurdeKoos  
4117 Fairview Vista Point  
Orlando, FL 32804

**Mailing Address:**  
P. O. Box 1311  
Orlando, FL 32802-1311

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

**ARTICLE VI. BOARD OF DIRECTORS:**

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by By-laws adopted by the Stockholders, but shall never be less than one (1).

**ARTICLE VII. INITIAL DIRECTORS**

The names of the initial Directors of this Corporation and their street address are as follows:

Carlos ThurdeKoos  
4117 Fairview Vista Point  
Orlando, FL 32804

Maria A. ThurdeKoos  
4117 Fairview Vista Point  
Orlando, FL 32804

**ARTICLE VIII. INCORPORATOR:**

The name and address of the persons signing these Articles of Incorporation are as follows:

Carlos ThurdeKoos  
4117 Fairview Vista Point  
Orlando, FL 32804

Maria A. ThurdeKoos  
4117 Fairview Vista Point  
Orlando, FL 32804

**ARTICLE IX. BY-LAWS:**

The Board of Directors may approve By-laws for the Corporation.

**ARTICLE X. AMENDMENT:**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at the Stockholder's meeting by at least the majority of the stock entitled to vote.

IN WITNESS WHEREOF, the undersigned, as the Incorporators have executed the foregoing ARTICLES OF INCORPORATION as of the:

2nd day of June, 1997.



Carlos ThurdeKoos

  
Maria A. ThurdeKoos

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a NOTARY PUBLIC, personally appeared:

Carlos ThurdeKoos and Maria A. ThurdeKoos

to me known to be the persons described as Incorporators and who executed the foregoing Articles of Incorporation of CD Designs & Shapes, Inc., and acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at Orlando, Orange County, Florida  
this 2nd day of June, 1997.

  
Notary Public, State of Florida  
My Commission Expires:



I, the undersigned, hereby accept the appointment as Registered Agent of the above noted corporation. I am familiar with and accept the obligations of Section 607.325 of the Florida Statute.

  
Carlos ThurdeKoos

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN -5 AM 9:30

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
PROCESS MAY BE SERVED.

In Compliance with sections 48.091 AND 607.0501, Florida Statutes, the following is submitted:

CD Designs & Shapes, Inc. (the "Corporation") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida has named and designated Carlos ThurdeKoos as its Registered Agent to accept service of process within the State of Florida, with its registered office located at 4117 Fairview Vista Point, Orlando, FL 32804.

#### ACKNOWLEDGMENT

Having named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0501, 607.0504 and 607.0505, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provisions of Section 48.091, Florida Statutes and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 2nd day of June, 1997.



Carlos ThurdeKoos  
Registered Agent