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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 501418 7134681

AUTHORIZATION : *Patricia Poyt*

COST LIMIT : \$ 70.00

ORDER DATE : August 19, 1997

ORDER TIME : 11:05 AM

ORDER NO. : 501418-005

300002271333--0

CUSTOMER NO: 7134681

CUSTOMER: Dr. Donald Davis  
D3 INCORPORATED

1210 Woodcrest Avenue

Safety Harbor, FL 34695

DOMESTIC FILING

NAME: D3 INCORPORATED

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED  
97 AUG 19 PM 3:23  
TALLAHASSEE, FLORIDA  
STATE

RECORDED  
97 AUG 19 PM 12:13  
DIVISION OF INCORPORATION

SN AUG 19 1997

6

**ARTICLES OF INCORPORATION**

**FOR**

**D3 INCORPORATED**

**FILED**

97 AUG 19 PM 3:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation shall be D3 Incorporated.

**ARTICLE II - DURATION**

The duration of the corporation shall be perpetual.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of transaction, any and all lawful business under Chapter 607, Florida Statutes, as amended from time to time.

**ARTICLE IV - AUTHORIZED STOCK**

The corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V - INITIAL REGISTERED AGENT**

The name of the initial Registered Agent of the corporation is Dr. Donald Lamar Davis. The street address of the initial registered office of the corporation for the service of process shall be 1210 Woodcrest Avenue, Safety Harbor, Florida 34695.

**ARTICLE VI - BOARD OF DIRECTORS**

The corporation initially shall have one (1) Directors. The number of Directors may be increased or decreased from time to time by the bylaws, provided that the number of Directors shall not be less than one person at any time. The name and address of the initial Director of the corporation is:

Dr. Donald L. Davis

211 East Lakeside Drive  
Hattiesburg, MS 39402

#### ARTICLE VII - INCORPORATOR

The name and address of the incorporator of the corporation is Dr. Donald L. Davis, 211 East Lakeside Drive, Hattiesburg, MS 39402.

#### ARTICLE VIII - PRINCIPAL OFFICE ADDRESS

The initial principal office address of the corporation shall be c/o D3 Inc., 1210 Woodcrest Avenue, Safety Harbor, FL 34695. The initial principal mailing address of the corporation shall be c/o D3 Inc. P. O. Box 7834, Clearwater, FL 33758-7834

#### ARTICLE IX - BY LAWS

The initial bylaws of the corporation shall be adopted by the Board of Directors at the organizational meeting. Thereafter the power to adopt, alter, amend, or repeal the bylaws shall be vested in the shareholders of the corporation.

#### ARTICLE X - POWERS

The corporation shall have all of the corporate powers enumerated in Chapter 607, Florida Statutes, as amended from time to time.

#### ARTICLE XI - NO PRE-EMPTIVE

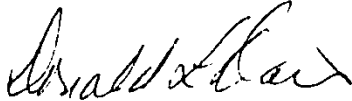
No holder of stock of the corporation of any class shall have any preferential, preemptive or other rights to subscribe for or to purchase from the corporation any stock of the corporation of any class, whether or not now authorized, or to purchase any bonds, certificates of indebtedness, debentures, notes, obligations, or other securities which the corporation may at any time issue, whether or not the same shall be convertible into stock of the corporation of any class or shall entitle the owner or holder to purchase stock of the corporation of any class, except as may be provided in any written shareholder's agreement.

#### ARTICLE XII - AMENDMENT OF ARTICLES

The corporation reserves the right to amend, alter, change or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment thereto, in accordance with the laws of the State of Florida as amended from time to time. All rights conferred upon the shareholders of the shareholders of the corporation are granted subject to this reservation.

ARTICLE XIII – COMMENCEMENT OF CORPORATE EXISTENCE

The date of commencement of corporate existence for the above-named corporation shall be the date of filing of these Articles of Incorporation.  
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13<sup>th</sup> day of August 1997.



Dr. Donald L. Davis

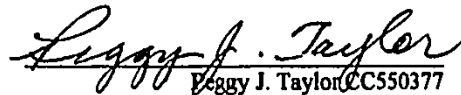
President

D3 Inc.

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Dr. Donald L. Davis, who after being first duly sworn, deposes and says that he has read the foregoing Articles of Incorporation and that he has executed them for the purposes of establishing the corporation set forth herein.

WITNESS my hand and seal this 13<sup>th</sup> day of August, 1997.

  
Peggy J. Taylor CC550377

NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires: April 24, 2000



PEGGY J TAYLOR  
My Commission CC550377  
Expires Apr. 24, 2000

**NOTICE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT** Pursuant to Section

607.034, Florida Statutes, the undersigned hereby accepts designation as the initial registered agent for D3

Inc., a Florida Corporation this 13<sup>th</sup> day of August 1997



Dr. Donald L. Davis

c/o D3 Inc.

P. O. Box 7834

Clearwater, FL 33758-7834

813-725-3947

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA