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Jesse Small, PA 409 W. Hallandale Blvd. Suite # 415 Hallandale, FL 33009

Office Use Only

Examiner's Initials

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ARTICLES OF INCORPORATION

FILED

OF

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SECRE LARY DE STATE TALLAHASSEE, FLORIDA

DEREK J. COADY, INC.

ARTICLE I - NAME

The name of this corporation is DEREK J. COADY, INC. The principal address of this corporation is 400 N.E. 58TH ST., APT. B, FT. LAUDERDALE, FL 33334.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata 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 this corporation is 400 N.E. 58TH ST., APT. B, FT. LAUDERDALE, FL 33334 and the name of the initial registered agent of this corporation at that address is DEREK J. COADY.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have (1) Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The name and address of the initial Board of Directors of this corporation is:

NAME

<u>ADDRESS</u>

Derek J. Coady, President

400 N.E. 58th St., Apt. B Ft. Lauderdale, Fl 33334

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME

<u>ADDRESS</u>

Derek J. Coady, President

400 N.E. 58th St., Apt. B Ft. Lauderdale, Fl 33334

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

DEREK J. COADY

STATE OF FLORIDA COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DEREK J. COADY, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 15th day of _______, 1997.

Notary Public, State of Florida At Large

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE BRVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

97 AUG 29 AM 11: 46

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTE SECTION ASSECTION IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTE SECTION OF SUBMITTED:

FIRST THAT DEREK J. COADY

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 400 N.E. 58TH ST., APT. B, CITY OF FT. LAUDERDALE, STATE OF FLORIDA, HAS NAMED DEREK J. COADY, LOCATED AT 400 N.E. 58TH ST., APT. B, CITY OF FT. LAUDERDALE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

DEREK_I_COADY

Title: PRESIDENT

7/15/97

Date

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

DEREK J. COADY

7/15/97

Date