



THE UNITED STATES  
CORPORATION  
COMPANY

P97000077862

RECEIVED

97 SEP -9 AM 10:44

ACCOUNT NO. 07240000032  
DIVISION OF CORPORATION

REFERENCE : 522748 4312129

AUTHORIZATION :

*Patricia Project*

COST LIMIT : \$ 122.50

ORDER DATE : September 9, 1997

ORDER TIME : 10:05 AM

ORDER NO. : 522748-005

CUSTOMER NO: 4312129

000002288226--4

CUSTOMER: Ms. Hazel Gianatiempo  
DICKENSON MURDOCH REX & SLOAN,  
CHARTERED  
Suite 410  
980 North Federal Highway  
Boca Raton, FL 33432

DOMESTIC FILING

NAME: BEARDOG, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 SEP -9 PM 12:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SN SEP -9 1997

6

**ARTICLES OF INCORPORATION**

**OF**

**BEARDOG, INC.**

**FILED**

97 SEP -9 PM 12: 09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I.**

**NAME**

The name of the corporation is:

**BEARDOG, INC.**

**ARTICLE II.**

**DURATION**

This Corporation shall have perpetual existence.

**ARTICLE III.**

**PURPOSE**

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

**ARTICLE IV.**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this Corporation is 9901 Chart House Cove,  
Austin, Texas 78730.

## ARTICLE V.

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 4850 N.W. 5th Avenue, Boca Raton, Florida 33431 and the name of the initial registered agent of this Corporation at that address is JAMES HANNIFAN.

## ARTICLE VI.

### BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially.

The number of directors may be increased or decreased from time to time by the By-Laws.

The name and address of the initial directors are:

John T. Hannifan  
9901 Chart House Cove  
Austin, Texas 78730

Colleen B. Hannifan  
9901 Chart House Cove  
Austin, Texas 78730

and

James T. Hannifan  
4850 N.W. 5th Avenue  
Boca Raton, Florida 33431

## ARTICLE VII.

### CAPITAL STOCK

This Corporation is authorized to issue SEVEN THOUSAND FIVE HUNDRED (7,500) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

#### **ARTICLE VIII.**

##### **INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Colleen B. Hannifan  
9901 Chart House Cove  
Austin, Texas 78730

#### **ARTICLE IX.**

##### **POWERS**

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

#### **ARTICLE X.**

##### **MEETINGS BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

#### **ARTICLE XI.**

##### **ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING**

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

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

ARTICLE XIII.

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, 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 8th day of SEPTEMBER, 1997.

  
COLLEEN B. HANNIFAN

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 8 day of Sept, 1997, by COLLEEN B. HANNIFAN. She ☒ is personally known to me, or ☐ produced \_\_\_\_\_ as identification.



Richard A. Murdoch  
NOTARY PUBLIC, STATE OF FLORIDA  
July 11, 2004  
NOTARY PUBLIC STATE OF FLORIDA, INC.

  
NOTARY PUBLIC, State of Florida

[SEAL]

Printed Name of Notary/Serial Number

My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned being named as Registered Agent to accept service of process of ???, Inc. at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date: 5th day of Sept., 1997.

James T. Hannifan  
JAMES T. HANNIFAN

S:\CL\HANNIFAN\Board\articles.frm  
9/8/97

FILED  
97 SEP -9 PM 12:09  
TALLAHASSEE, FLORIDA