



P9700000101463

ACCOUNT NO. : 072100000032

REFERENCE : 618551 85036A

AUTHORIZATION :

Patricia Knight

COST LIMIT : \$ 122.50

ORDER DATE : December 2, 1997

ORDER TIME : 11:40 AM

ORDER NO. : 618551-005

CUSTOMER NO: 85036A

CUSTOMER: Robert A. Forlizzo, Esq
FORLIZZO & NEAL

600002361046--6

Suite 300
13577 Feathersound Drive
St. Petersburg, FL 33762

DOMESTIC FILING

NAME: CDC, 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: Jon A Bowling

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -2 PM 2:33

RECEIVED
97 DEC -2 PM 12:15
DIVISION OF CORPORATIONS
16/2/97

ARTICLES OF INCORPORATION

OF

CDC, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -2 PM 2:33

The undersigned, as incorporator, forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE I.

NAME

The name of this Corporation is CDC, INC.

ARTICLE II.

PRINCIPAL OFFICE

The initial principal address of this Corporation is:

1640 W. Oakland Park Boulevard, Suite 304
Ft. Lauderdale, FL 33311

ARTICLE III.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this Corporation and the street address of the Registered Office is as follows:

Name: JILL R. BIXBY

Address: 13577 Feather Sound Drive, Suite 300
Clearwater, FL 33762

ARTICLE IV.

INCORPORATOR

The name and address of the Incorporator of this Corporation is:

Name: JILL R. BIXBY

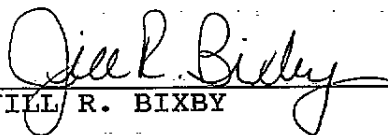
Address: 13577 Feather Sound Drive, Suite 300
Clearwater, FL 33762

ARTICLE V.
CAPITAL STOCK

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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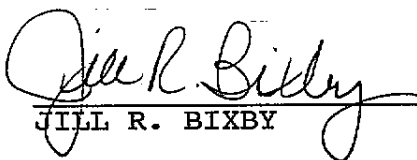
This Corporation is authorized to issue 1,000 shares of \$.01 par value common stock.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the undersigned's hand and seal this 1st day of December, 1997, for the purpose of organizing this Corporation under the laws of the State of Florida.


JILL R. BIXBY

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 provision of said Act relative to keeping open said office. Date: December 1, 1997.


JILL R. BIXBY