

**CORPORATE  
ACCESS,  
INC.**

**P98000045789**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 - Fax (904) 222-1666

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**FILED**  
**98 MAY 21 AM 10:14**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

1.) **T.D. Ventures, Inc.**  
(CORPORATE NAME & DOCUMENT #)

2.)  
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(CORPORATE NAME & DOCUMENT #)

**EFFECTIVE DATE**

**5-20-98**

**File First**

**98 MAY 21 AM 10:43**

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**\*\*\*\*\*70.00 \*\*\*\*\*70.00**

**SPECIAL INSTRUCTIONS**

**P. Hall MAY 21 1998**

**ARTICLES OF INCORPORATION  
OF  
T.D. VENTURES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**EFFECTIVE DATE**  
5-20-98

**ARTICLE I – NAME**

The name of this corporation is T.D. Ventures, Inc.

**ARTICLE II – DURATION**

The Corporation shall have perpetual existence commencing on May 20, 1998.

**ARTICLE III – PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV – CAPITAL STOCK**

The Corporation is authorized to issue 7,500 shares of one penny (\$0.01) par value common stock, which shall be designated as "Common Shares".

**ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the Corporation is:

Terry A. Yimin  
1660 Gulf Boulevard  
Suite 903  
Clearwater, Florida 33767

## **ARTICLE VI – CORPORATE ADDRESS**

The street address of the Corporation is:

1660 Gulf Boulevard  
Suite 903  
Clearwater, Florida 33767

## **ARTICLE VII – INITIAL BOARD OF DIRECTORS**

The Directors are elected/appointed as set forth in Section 7, Article II of the Corporate By-Laws. The Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Directors of the Corporation are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Terry A. Yimin	1660 Gulf Boulevard Suite 903 Clearwater, Florida 33767
Dennis M. Sheehan	13535 Feather Sound Drive Suite 125 Clearwater, Florida 33762

## **ARTICLE VIII - BY-LAWS**

The By-Laws of the Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

## **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 – PREEMPTIVE RIGHTS**

Every stockholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered for sale.

#### **ARTICLE XI – INCORPORATION**

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

Terry A. Yimin  
1660 Gulf Boulevard  
Suite 903  
Clearwater, Florida 33767

#### **ARTICLE XII – AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 20<sup>th</sup> day of May, 1998.

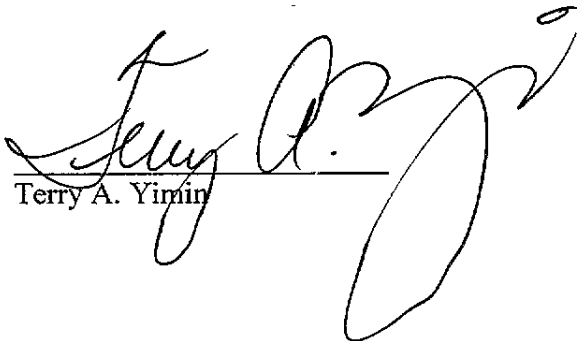
  
\_\_\_\_\_  
Terry A. Yimin

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TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN HIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

Dated this 20<sup>th</sup> day of May, 1998.

  
Terry A. Yimin