

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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P98000075826

Trend Marketing Group  
Inc.

700002612387--D  
-08/11/98--01005--013  
\*\*\*122.50 \*\*\*122.50

Signature \_\_\_\_\_

Requested by: LS

8/11/98

8:42

Name

Date

Time

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

DIVISION OF CORPORATION

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08-3198



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

August 11, 1998

**CAPITAL CONNECTION, INC.**  
417 E. VIRGINIA ST.  
STE. 1  
TALLAHASSEE, FL 32301

**SUBJECT: TREND MARKETING GROUP, INC.**  
Ref. Number: W98000018168

We have received your document for TREND MARKETING GROUP, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton  
Document Specialist

Letter Number: 498A00041657

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**ARTICLES OF INCORPORATION**  
**TREND MARKETING GROUP, INC.**

The undersigned, being of legal age and desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Florida Business Corporation Act, as amended (such Act, as amended from time to time, is hereinafter referred to as the "Act"), executes the following Articles of Incorporation.

**ARTICLE I**

The Name of the Corporation is:

**TREND MARKETING GROUP, INC.**

**ARTICLE II**

Commencement of Corporate Existence

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall have perpetual duration unless sooner dissolved according to law.

**ARTICLE III**

Purpose and General Powers

The general purpose of this Corporation shall be the transaction of any or all lawful business for which corporations may be incorporated under the Act. This Corporation shall have all of the powers enumerated in the Act and all such other powers as are not specifically prohibited to corporations for profit under the laws of the State of Florida.

**ARTICLE IV**

Capital Stock

A. Number and Class of Shares Authorized; Par Value

The aggregate number of shares which the Corporation shall have authority to issue is 100,000 shares of common stock having a par value of \$1.00 per share, which shall be designated "Common Stock." The Corporation hereby elects to take advantage of the provisions of Section 1244 of the Internal Revenue Code of 1986, as amended, which permits ordinary loss treatment when either the holder of Section 1244 stock sells or exchanges stock at a loss or when such stock becomes worthless.

## B. Voting Rights

The Common Stock Holders shall possess and exercise exclusive voting rights and at all meetings of the shareholders each record holder of such stock shall be entitled to one vote for each share held. Shareholders holding Common Stock shall have no cumulative voting rights in any election of directors of the Corporation.

## C. No Preemptive Rights

No holder of shares of any class of the capital stock of the Corporation shall have as a matter of right any preemptive or preferential right to subscribe for, purchase, receive, or otherwise acquire any part of any new or additional issue of stock in any class, whether now or hereafter authorized, or any bonds, debentures, notes, or other securities of the corporation, whether or not convertible into shares of stock of the Corporation. The lack of preemptive rights in no way shall interfere with any buy-out or buy-back provision(s) of that may hereinafter entered into.

# ARTICLE V

## Initial Registered Office and Agent, Principal Place of Business

The initial registered office of this Corporation shall be located in the City of Orlando, County of Orange, State of Florida, and its address there shall be, at present, 116 B South Orange Avenue and the initial registered agent of the Corporation at that address shall be James B. Leonard. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation. The principle place of business and the mailing address of the Corporation shall be: 116 B South Orange Avenue, Orlando, Florida 32801.

# ARTICLE VI

## Initial Board of Directors

The initial Board of Directors of the Corporation shall consist of four directors. The names and street addresses of the directors of this Corporation are:

James B. Leonard  
Dominic C. Spirito  
Herbert Lipsky  
Daniel M. Finnegan

116 B South Orange Avenue  
Orlando, Florida 32801

The number of Directors of this Corporation shall be the number as fixed from time to time by the Shareholders, or by the Directors, in accordance with the terms and conditions of the Bylaws, but at no time shall said number of Directors be less than one.

## ARTICLE VII

### Incorporator

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

James B. Leonard  
116 B South Orange Avenue  
Orlando, Florida 32801

## ARTICLE VIII

### Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

## ARTICLE IX

### Amendment

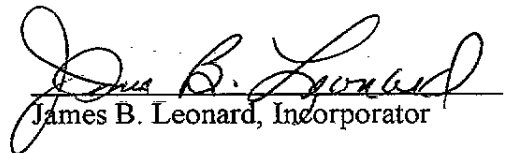
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

## ARTICLE X

### Headings and Captions

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

**IN WITNESS WHEREOF**, the undersigned does hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 7<sup>th</sup> day of August 1998.

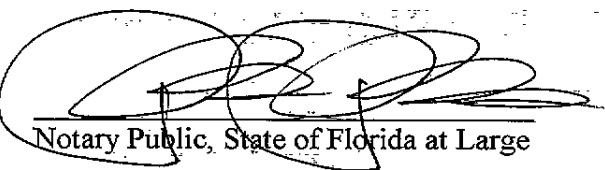
  
James B. Leonard, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of August, 1998 by James B. Leonard, who is personally known to me.



PAMELA PADILLA  
COMMISSION # OC 520425  
EXPIRES DEC 22, 1999  
BONDED THRU  
ATLANTIC BONDING CO., INC.



Notary Public, State of Florida at Large

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED**

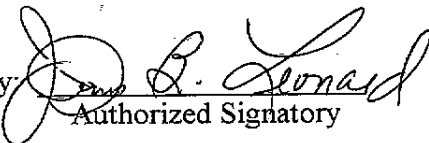
In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

TREND MARKETING GROUP, INC. (the "Corporation") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida has named and designated James B. Leonard as its Registered Agent to accept service of process within the State of Florida with its registered office located at 116 B South Orange Avenue, Orlando, Florida 32801.

**ACKNOWLEDGMENT**

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations relating to service as a registered agent, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 7<sup>th</sup> day of August 1998.

By:   
Authorized Signatory

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