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CAPITAL CONNECTION, INC.

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

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ARTICLES OF INCORPORATION

OF ...

BDCG, INC.

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1 NAME

The name of the corporation shall be BDCG, INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having a \$1.00 par value per share.

ARTICLE IV PRINCIPAL ADDRESS AND REGISTERED OFFICE AND ADDRESS

The principal address and the initial registered office of the corporation is 395 N.E. 28th Terrace, Boca Raton, Florida 33431 and the name of the initial registered agent of the corporation at that office is Greg A. Downs.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

Barbieri & Screnci, P.A Attorneys at Law 3200 N. Military Trail Suite 200 -Boca Raton, FL 33431 (561) 997-5700 Articles of Incorporation BDCG, Inc.
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ARTICLE VI CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors.

ARTICLE VII PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VIII

BOARD OF DIRECTORS & DESIGNATION OF INITIAL DIRECTOR

The name and address of the initial director of the corporation ise Greg A. Downs of 395 N.E. 28th Terrace, Boca Raton, Florida 33431.

ARTICLE IX BY-LAWS

The initial By-Laws of the corporation shall be adopted by vote of the directors of the corporation. Thereafter, the By-Laws of the corporation may be amended, modified or repealed as provided by the By-Laws.

ARTICLE X SUBSCRIBER(S)

The name and address of the Subscriber to these Articles are Greg A. Downs of 395 N.E. 28th Terrace, Boca Raton, Florida 33431.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand(s) and seal(s) on this 12 14

Barbieri & Screnci, P.A Attorneys at Law 3200 N. Military Trall Suite 200 Boca Raton, FL 33431 (561) 997-5700

SUDMINISTED PAGES.
Articles of Incorporation BDCG, Inc.
Page 3
day of October, 1998. Greg A. Downs
STATE OF FLORIDA)) ss: COUNTY OF PALM BEACH)
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared Greg A. Downs , to me known to be the person described as the Subscribers of the foregoing Articles of Incorporation and he executed said Articles and he acknowledged before me that he subscribed to said Articles of Incorporation
WITNESS MY HAND AND OFFICIAL SEAL in the County and State named above on this 13 th day of OCTOBEYL, 1998.
Jacob Con



Notary Public

Articles of Incorporation	or
BDCG, Inc.	
Page 4	

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

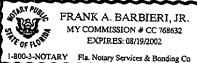
Greg A. Downs Registered Agent

STATE OF FLORIDA) ss: COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared **Greg A. Downs** to me known to be the person described as the Registered Agent and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL in the County and State named above on this 13¹² day of OCTOBER, 1998.

Notary Public



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Barbieri & Screnci, P.A. Attorneys at Law 3200 N. Military Trail Suite 200 Boca Raton, FL 33431 (561) 997-5700