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Post Office Box 3319  
Sarasota, Florida 34230-3319  
December 17, 1998  
(941) 957-0775

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

700002717457--5  
-12/21/98--01057--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: **NEOTENY DESIGN GROUP, INC.**

To Whom It May Concern:

Enclosed please find the original, plus one copy of Articles of Incorporation and original Certificate and Acknowledgment of Registered Agent. Also enclosed is my check in the amount of \$70.00 representing the following:

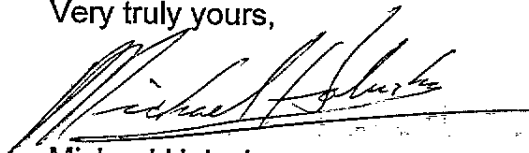
Corporate filing fee                      \$ 35.00

Registered Agent Designation 35.00

**Total      \$ 70.00**

Please register said corporation and return proof of registration to me at the above address. Thank you for your *prompt attention to this matter.*

Very truly yours,

  
Michael Haluska

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 21 AM 10:07  
12-23-98

**ARTICLES OF INCORPORATION  
OF  
NEOTENY DESIGN GROUP, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 21 AM 10:07

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I - CORPORATE NAME**

The name of the corporation is: NEOTNEY DESIGN GROUP, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The address of the principal office of this Corporation is 3430 27<sup>TH</sup> Parkway Sarasota, FL 34237 and the mailing address is the same.

**ARTICLE III - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida Law

#### **ARTICLE IV - PURPOSE**

The corporation is organized for the purpose of transacting any business and to engage in, enter into, promote or conduct any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

#### **ARTICLE V - CAPITAL STOCK**

The corporation is authorized to issue one thousand (1,000) shares of no par value Common Stock, which shall be designated "Common Shares."

#### **ARTICLE VI - REGISTERED OFFICE AND AGENT**

The principal office, if known, or the mailing address of the corporation is:

3430 27<sup>th</sup> Parkway  
Sarasota, FL 34237

The name and mailing address of the Initial Registered Agent of this Corporation is:

Michael Haluska  
3430 27<sup>th</sup> Parkway  
Sarasota, FL 34237

## ARTICLE VII - INITIAL BOARD OF DIRECTORS

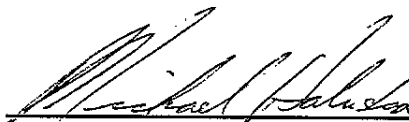
This corporation shall have one 1 director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of the corporation are as follows:

**Michael Haluska**

**3430 27<sup>th</sup> Parkway**

**Sarasota, FL 34237**

***IN WITNESS WHEREOF***, the undersigned subscriber(s) have executed these Articles of Incorporation this 17<sup>th</sup> day of December, 1998.



**Michael Haluska**  
Incorporator

STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF SARASOTA                     )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Artie Guerin, to me known or who produced a Florida driver's license as evidence of identification to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 17th day of December, 1998.

My commission expires:

  
SHARON L. RANNEBARGER  
Notary Public - State of Florida  
Commission #CC546736



**CERTIFICATE AND ACKNOWLEDGMENT  
OF REGISTERED AGENT**

***CERTIFICATE OF REGISTERED AGENT  
OF  
NEOTENY DESIGN GROUP, INC.***

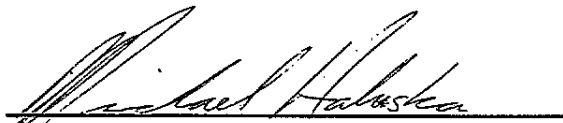
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DIVISION OF CORPORATIONS  
96 DEC 21 AM 10:07

Pursuant to Florida Statutes 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its Registered Offices indicated in the Articles of Incorporation at 3430 27<sup>TH</sup> Parkway, Sarasota, FL 34237, has named Michael Haluska, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

***ACKNOWLEDGMENT***

Having been named as Registered Agent to accept service of process for the above-stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in keeping open said office.

  
**Michael Haluska**  
Registered Agent