

P9900000 6588

Robert A. Pierce
Ausley & McMullen

Requestor's Name

227 S. Calhoun Street

Address

Tallahassee, FL 32301

425-5457

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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-01/22/99--01077--002
*****78.75 *****78.75

1. Contour Design Group, Inc. NEW
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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☐ Pick up time _____

☒ Certified Copy

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☐ Will wait

☐ Photocopy

☐ Certificate of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

	NEW FILINGS
X	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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DIVISION OF CORPORATION

T. SMITH JAN 22 1999

Examiner's Initials

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

The undersigned Incorporator hereby files these Articles of Incorporation
order to form a Corporation under the laws of the State of Florida.

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**ARTICLE I.
Name and Principal Office**

The name of this Corporation shall be **CONTOUR DESIGN GROUP, INC.** The principal place of business and mailing address of this Corporation is 1919 Welch Street, Tallahassee, Florida 32310.

**ARTICLE II.
Nature of Business**

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

**ARTICLE III.
Stock**

The authorized capital stock of this Corporation shall consist of one thousand (1,000) shares of common stock of \$1.00 par value per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take

the form of options, rights of first refusal, buy and sell agreements, or any other lawful form of agreements.

**ARTICLE IV.
Powers**

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE V.
Incorporator**

The name and street address of the Incorporator of this Corporation are as follows:

ROBERT A. PIERCE
227 South Calhoun Street
Tallahassee, Florida 32301

ARTICLE VI.

Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VII.

Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 227 South Calhoun Street, Tallahassee, Florida 32301. The name of the initial Registered Agent of the Corporation at the above address shall be **ROBERT A. PIERCE**. The Board of Directors may from time to time change the

Registered Office to any other address in the State of Florida or change the Registered Agent.

**ARTICLE VIII.
Number of Directors**

This Corporation shall have no fewer than one Director. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the Shareholders.

**ARTICLE IX.
Initial Board of Directors**

The initial Board of Directors shall consist of one person. The name and street address of the member of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the Shareholders and thereafter until his successor is elected are as follows:

STEVEN I. LAUNER
3935 Park Avenue
Fairfield, Connecticut 06432

**ARTICLE X.
Officers**

The Corporation shall have a president, a secretary, and a treasurer and may have additional and assistant officers including, without limitation thereto, one or more vice-presidents, assistant secretaries, and assistant treasurers. A person may hold more than one office. The names and addresses of the initial officers are as follows:

President, Secretary, and
Treasurer

STEVEN I. LAUNER
3935 Park Avenue
Fairfield, Connecticut 06432

ARTICLE XI.
Transactions In Which Directors
Or Officers Are Interested

A. No contract or other transaction between the Corporation and one or more of its Directors or officers or between the Corporation and any other Corporation, firm, or entity in which one or more of the Corporation's Directors or officers are Directors or officers or have a financial interest shall be void or voidable solely because of such relationship or interest or solely because such Director or Directors or officer or officers is present at or participates in the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or solely because his or their votes are counted for such purpose, if:

1. The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Director or Directors; or

2. The fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote thereon and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

3. The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the Shareholders.

B. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

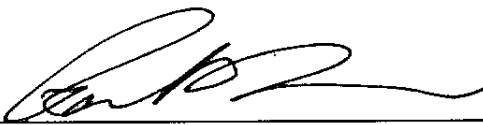
**ARTICLE XII.
Financial Information**

The Corporation shall not be required to prepare and provide a balance sheet and a profit and loss statement to its Shareholders, nor shall the Corporation be required to file a balance sheet or profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the Shareholders each year hereafter unless a resolution to the contrary has been adopted by the Shareholders.

**ARTICLE XIII.
Amendment**

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law, and all rights conferred upon Shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation, has executed these Articles of Incorporation this 20th day of January, 1999.



ROBERT A. PIERCE
Incorporator

STATE OF FLORIDA
COUNTY OF LEON

The foregoing Articles of Incorporation of Contour Design Group, Inc., were acknowledged before me this 20th day of January, 1999, by **ROBERT A. PIERCE**. Such person: (✓) is personally known to me; () produced a current Florida driver's license as identification; () produced _____ as identification.

Donna Marie Walters
(Signature of Notary Public)

(Notarial Seal)

Donna Marie Walters
(Typed or Printed Name of Notary Public)



DONNA MARIE WALTERS
My Commission CC498374
Expires Sep. 27, 1999

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

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

CONTOUR DESIGN GROUP, INC., desiring to organize as a corporation under the laws of the state of Florida, has designated 227 South Calhoun Street, Tallahassee, Florida 32301, as its initial registered office and has named **ROBERT A. PIERCE**, located at said address, as its initial Registered Agent.



ROBERT A. PIERCE

Incorporator

Date: January 20th, 1999

Having been named Registered Agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as Registered Agent.



ROBERT A. PIERCE

Registered Agent

Date: January 20th, 1999

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TALLAHASSEE, FLORIDA