

AUG 14, 1999

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-08/16/99-01072-009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

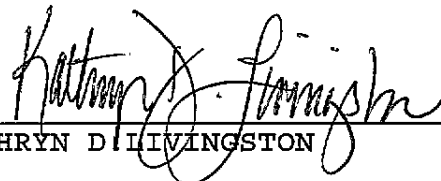
SUBJECT: LIVINGSTON GROUP, INC.

Gentlemen:

Enclosed please find an original and one copy of Articles of Incorporation, together with Certificate of Designation and a check in the amount of \$ 78.75.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely,

  
KATHRYN D. LIVINGSTON

FROM: LIVINGSTON GROUP, INC.  
4 OAKLAND COURT  
TEQUESTA, FL 33469  
(561) 743-8417

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION

of

LIVINGSTON GROUP, INC.

\*\*\*\*\*

The undersigned subscribers to these Articles of Incorporation, natural persons, competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

LIVINGSTON GROUP, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

LIVINGSTON GROUP, INC.

4 OAKLAND COURT

TEQUESTA, FL 33469

ARTICLE III - DURATION

The corporation shall commence its existence on the date of execution of these Articles and its existence shall be perpetual unless dissolved according to Florida law.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated in accordance with applicable Florida Statutes and to do such things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class of Common Stock, which shall be designated "Common Shares" and shall be a par value of One Dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

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

KATHRYN D. LIVINGSTON

4 OAKLAND COURT

TEQUESTA, FL 33469

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director 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 and address of the initial director of the corporation is as follows:

1) KATHRYN D. LIVINGSTON

4 OAKLAND COURT

TEQUESTA, FL 33469

ARTICLE VIII - INCORPORATOR(S)

The name and address of the incorporator signing these Articles of Incorporation is as follows:

1) KATHRYN D. LIVINGSTON

4 OAKLAND COURT

TEQUESTA, FL 33469

ARTICLE IX - INDEMNIFICATION

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding to which he or she may be a party or in which he or she may become involved by reason of his or her being or having been an officer or director of the corporation, whether or not he or she is an officer or director at the time such expenses are incurred. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

ARTICLE X - BY-LAWS

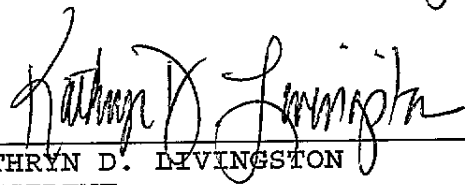
The Board of Directors and the Shareholders are both vested with the power to adopt, alter, amend or repeal by-laws.

ARTICLE XI - AMENDMENTS

These Article of incorporation may be amended in the manner and with the vote provided by law.

IN WITNESS WHEREOF, the undersigned has (have) executed these Articles of Incorporation this

14 day of August, 1999.

  
KATHRYN D. LIVINGSTON  
PRESIDENT

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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