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TRANSMITTAL LETTER

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

300002990513--7
-09/20/99--01023--018
****122.50 *****78.75

SUBJECT: UNDERWOOD DESIGN, INCORPORATED
(Proposed corporate name-must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50.

From: Faye E. Underwood

724 Ponce DeLeon Drive

Ft. Lauderdale, FL 33316

954-522-1408

FILED
99 SEP 20 AM 5:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-23
WCB

**ARTICLES OF INCORPORATION
FOR**

UNDERWOOD DESIGN, Incorporated

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation shall be: UNDERWOOD DESIGN, INCORPORATED

ARTICLE II: PRINCIPLE OFFICE

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

724 Ponce DeLeon Drive
Fort Lauderdale, FL 33316

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares.

ARTICLE IV: REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Faye E. Underwood
724 Ponce DeLeon Drive
Ft. Lauderdale, FL 33316

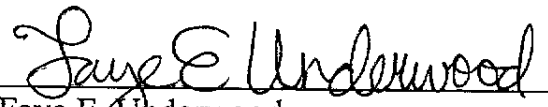
ARTICLE V: PURPOSE

The corporation may engage in or transact any or all lawful activities or business permitted under the laws of the State of Florida.

ARTICLE VI: INCORPORATOR

Faye E. Underwood
724 Ponce DeLeon Drive
Ft. Lauderdale, FL 33316

The undersigned incorporator has executed these Articles of Incorporation this 10 day of September, 1999.


Faye E. Underwood

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 and 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

1. The name of the corporation shall be: UNDERWOOD DESIGN
2. The name and address of the initial registered agent is:

Faye E. Underwood
724 Ponce DeLeon Drive
Ft. Lauderdale, FL 33316

Having been named registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

UNDERWOOD DESIGN

Faye E. Underwood
Faye E. Underwood