

P95000041428

FILED

95 MAY 22 PM 3:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 08, 1995

9500001486828
-05/23/95--01004--006
***125.00 ***125.00

Secretary of State
Corporate Records
P.O. Box 327
Tallahassee, Fl 32314


Re: AREPA, INC.

Dear Sirs:

Enclosed please find two(2) executed copies of Articles of Incorporation for AREPA, INC., together with a check for One Hundred and Twenty Five Dollars (\$125.00).

Thank you for your prompt attention to this matter.

Sincerely,


Kenneth W. McCoy, P.A.

Mail to: Kenneth W. McCoy, P.A.
15150 N.W. 79th Court
Suite #195
Miami Lakes, Fl 33016
(305) 362-1841

AREPA
5-25

FILED
95 MAY 22 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
AREPAS, INC.

ARTICLE I - NAME & ADDRESS

The name and address of the corporation shall be

AREPAS, INC.
2100 CORAL WAY #404
CORAL GABLES, FL 33145

ARTICLE II - DURATION

This corporation shall have perpetual existence unless dissolved according to law and its existence upon filing date.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand (1,000) shares of Fifty Cents (.50), par value, common stock which shall be designated "common shares".

ARTICLE V - BOARD OF DIRECTORS

There shall be at least one (1) member of the Board of Directors of the corporation. The names and addresses of the parties which are to serve as director(s) until the next election are as follows:

SAVAS KEFALIDIS
2100 CORAL WAY #404
CORAL GABLES, FL 33145

ARTICLE VI - INDEMNIFICATION

The corporation shall indemnify the officers and shareholders of the corporation to the fullest extent authorized by Section 607.014, Florida Statutes. For the purpose of interpreting this Article and the aforementioned Florida Statute, the shareholder shall be considered a director when the action taken by him for which indemnification is sought is action traditionally conducted by a director.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

SAVAS KEFALIDIS
2100 CORAL WAY #404
CORAL GABLES, FL 33145

ARTICLE VIII - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

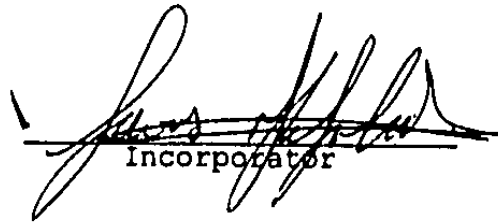
The street address of the initial registered office of this corporation is:

2100 CORAL WAY #404
CORAL GABLES, FL 33145

and the name of the initial registered agent of this corporation at that address is:

SAVAS KEFALIDIS

IN WITNESS WHEREOF, The undersigned incorporators, has executed these Articles of Incorporation, on this 18 day of May 1995.


Incorporator

STATE OF FLORIDA
COUNTY OF DADE

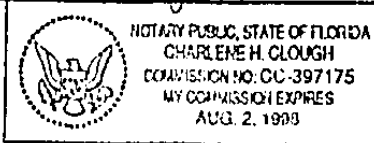
BEFORE ME, the undersigned authority, a Notary Public, authorized to take acknowledgements in the State and County set forth herein above, personally appeared SAVAS KEFALIDIS known to be and known by me to be the person who executed the foregoing Articles of Incorporation of AREPAS, INC. and he/she acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, on this 18 day of May 1995.


NOTARY PUBLIC

My Commission Expires:

Aug 2, 1998

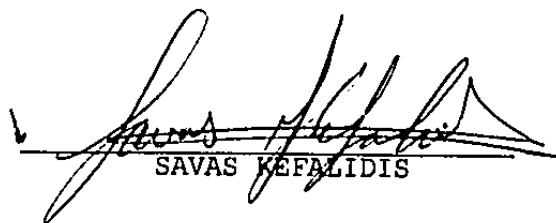


FILED
95 MAY 22 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT CERTIFICATE

The undersigned hereby accepts the office of Registered Agent for AREPAS, INC. and agrees to accept service of process for said corporation at the place designated in its Articles of Incorporation as its principal place of business and to act in said capacity in accordance with the laws of the State of Florida.

DATED, at Miami, Dade County, Florida, on this 18
day of May 1995.


SAVAS KEFALIDIS

P95000041427
Law Offices
MILLER & SMOLAR, P.A.

One Boca Place
2255 Glades Road, Suite 218 A
Boca Raton, Florida 33431
Telephone: (407) 241-7131

Carole Wolf Miller
Sharon Wechsler Smolar

Attorneys & Counselors At Law

Draword: (305) 525-4037
Fax: (407) 997-5280

August 4, 1995

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


300001554803
-08/08/95--01051--014
*****35.00 *****35.00

RE: D A E B, Inc.
Articles of Incorporation filed 5/25/95
Document Number P95000041427

Enclosed please find the change of registered agent form and filing fee for the above named corporation. Please confirm this change of registered agent to our office.

Thank you for your cooperation.

Sincerely,



Carole Wolf Miller

Encs.

FILED
95 AUG - 7 AM 10: 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. HENDRICKS AUG 10 1995

R.A.
Change

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: D A E B, Inc.

1b. Date of Incorporation 5/25/95 Document number P95000041427

2. The name and address of the current registered agent and office:

Corporation Service Company
1201 Hays St
Tallahassee FL 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

Donna Bain
D A E B, Inc. 17 Carrick Road, Palm Beach Gardens, FL
33418

FILED
95 AUG -7 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

X *Donna Bain*
SIGNATURE
X 6/10/95
DATE

Donna Bain, Pres.
Typed or printed name and title

HAVING BEEN NAMED AS 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE X *Donna Bain*
(Registered Agent)
DATE X 6/10/95

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