

NO2000004875

Devtech USA, Inc.
3111 Southwest 10th Street
Pompano Beach, Florida 33069-9902
(954) 975-7777

June 19, 2002

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

FILED STATE
SECRETARY OF CORPORATIONS
02 JUN 24 AM 10:24

Subject: Devtech USA, Inc.
Proposed Corporate Name

Enclosed is an original and one copy of the Articles of Incorporation, including a designation of registered agent, and a check for \$78.75. Please return a certified copy of the Articles stamped with the filing date.

From:

Arnold A. Broussard

Arnold A. Broussard
3111 SW 10th Street
Pompano Beach, FL 33069-9902
Daytime Contact Telephone Number: (954) 975-7777 Ext. 193

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6-26-02
MC

Devtech USA, Inc.
3111 Southwest 10th Street
Pompano Beach, Florida 33069
(954) 975-7777 (954) 975-0620 FAX

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DIVISION OF CORPORATIONS
02 JUN 24 AM 10:26

Affidavit

Devtech USA, Inc., a Florida for-profit corporation formed on July 11, 2001 (Document No. P01000068440) is being dissolved effective June 19, 2002. The corporation is being reorganized as a nonprofit corporation and desires to use the same name as the former for-profit entity (Devtech USA, Inc.). This Affidavit affirms our intention to release the name (Devtech USA, Inc.) for use by the new nonprofit corporation, with the understanding that we have no plans to revoke the Articles of Dissolution for Devtech USA, Inc., dated June 19, 2002, identified above.



Arnold A. Broussard, Treasurer/Director
Devtech USA, Inc.

June 19, 2002

Date

Articles of Incorporation

of

Devtech USA, Inc.

(A Florida Nonprofit Corporation)

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Article 1. Name.

The name of the Corporation is:

Devtech USA, Inc.

Article 2. Duration.

The duration of the Corporation is perpetual.

Article 3. Purposes.

This Corporation is a nonprofit corporation organized under Chapter 617, Florida Statutes. The Corporation may support the efforts of other nonprofit entities. However, it is not organized for the private gain of any person. This corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

Article 4. Principal Office.

The principal place of business and mailing address of this Corporation shall be as follows.

3111 Southwest 10th Street
Pompano Beach, Florida 33069

Article 5. Initial Registered Agent and Office.

The initial registered agent and the initial registered office are as follows.

Arnold A. Broussard
3111 Southwest 10th Street
Pompano Beach, Florida 33069

Article 6. Initial Board of Directors.

The powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The Corporation shall have six (6) Directors initially. The number of Directors of the Corporation may be increased or diminished from time to time by the Bylaws but shall never be less than three (3). The method of selection of Directors is stated in the Bylaws of this Corporation. Their names and addresses are as follows.

<u>Name</u>	<u>Address</u>
Arnold A. Broussard	3111 Southwest 10 th Street Pompano Beach, FL 33069
Bobbie D. Hoskins	3111 Southwest 10 th Street Pompano Beach, FL 33069
Robert D. Hoskins	3111 Southwest 10 th Street Pompano Beach, FL 33069
Marwan Rifka	3111 Southwest 10 th Street Pompano Beach, FL 33069
David Byker	3111 Southwest 10 th Street Pompano Beach, FL 33069
Michael L. Medley	3111 Southwest 10 th Street Pompano Beach, FL 33069

Article 7. Non-stock Basis.

The Corporation is organized (and shall be operated) on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock.

Article 8. Membership.


The Corporation shall have no members.

Article 9. Incorporator.

The name and street address of the incorporator to these Articles of Incorporation is as follows.

Arnold A. Broussard
3111 Southwest 10th Street
Pompano Beach, Florida 33069

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 19th day of June 2002.


(Signature of Incorporator)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to Florida Statute Section 617.0501, the undersigned Corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Devtech USA, Inc.

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

Arnold A. Broussard
3111 Southwest 10th Street
Pompano Beach, Florida 33069

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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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Arnold A. Broussard, Registered Agent

June 19, 2002
Date