

PO0000019047

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Office Use Only

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

1. DEFI Inc.
(Corporation Name)

(Document #)

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2. _____
(Corporation Name)

(Document #)

3. _____
(Corporation Name)

(Document #)

4. _____
(Corporation Name)

(Document #)

- ☒ Walk in ☐ Pick up time
☐ Mail out ☐ Will wait ☐ Photocopy

- ☒ Certified Copy
☐ Certificate of Status

NEW FILINGS

- ☒ Profit
☒ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

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

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

RECEIVED
00 FEB 23 AM 11:33
FILED
00 FEB 23 AM 1:28
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. SMITH FEB-23 2000

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
DEFI, INC.**

ARTICLE I - NAME

The name of this Corporation is DEFI, INC. and its address is c/o RXF, 201 S. Biscayne Blvd., Suite 1600, Miami, FL 33131.

ARTICLE II- EFFECTIVE DATE

The effective date of these Articles of Incorporation shall be February 22, 2000.

ARTICLE III- DURATION

This Corporation shall have perpetual existence commencing on February 22, 2000.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 100,000 shares of one penny (\$.01) par value common stock, which shall be designated "Common Shares."

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TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

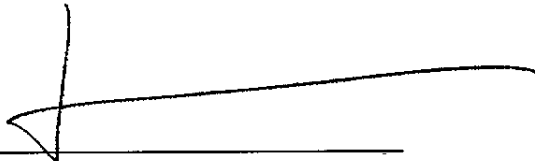
ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Roger Friedbauer and his address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, FL 33131.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this
22nd day of February, 2000.



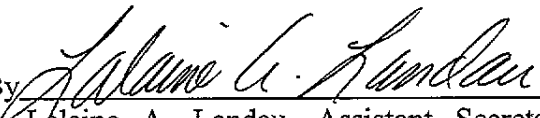
Roger Friedbauer, Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE
ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES
TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
DISCHARGE OF ITS DUTIES.

DATED THIS 22nd DAY OF FEBRUARY, 2000.

CORPORATION COMPANY OF MIAMI

By 

Lalaine A. Landau, Assistant Secretary
for CORPORATION COMPANY OF MIAMI
(Registered Agent)

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