P00000064623 SCOTT F. BARNETT

C H A R T E R E D ATTORNEYS & COUNSELORS AT LAW

June 28, 2000

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

7-4-00

DO JUN 30 PM 1:15

Re: Articles of Incorporation of DV AMERICAS, INC.

Dear Sir/Madam:

700003310117--4 -06/30/00--01062--007 ******70.00 ******70.00

Enclosed please find the following:

- One original and a copy of the Articles of Incorporation of the above referenced Corporation.
- 2. A check in the amount of \$70.00 made payable to the Secretary of State to cover the appropriate filing fees.

Please file the Articles of Incorporation and return to the undersigned a copy of the Articles of Incorporation marked filed by your office.

If you have any questions whatsoever, please do not hesitate to contact the undersigned. Thank you in advance for your cooperation.

Sincerely,

Julie Brito Legal Assistant

SFB:jmb Enclosures

F. SHESSER JUL 5 2000

234 East Davis Boulevard
Tampa, Florida 33606
Voice813.251.3330 • FAX 813.251.3841
EMail SFBarnett@aol.com

ARTICLES OF INCORPORATION of D V AMERICAS, INC.

ARTICLE I NAME OF CORPORATION

The name of this Corporation is:

D V AMERICAS, INC.

ARTICLE II DURATION OF CORPORATE EXISTENCE

The duration of the Corporation effective July 4, 2000 duration shall be perpetual.

ARTICLE III PURPOSE OF CORPORATE

The Corporation is formed for the purpose of operating and transacting any and all lawful business.

ARTICLE IV

This Corporation is authorized to issue SEVEN-THOUSAND (7,000.00) shares of ONE DOLLARU.S. DOLLARS 1.00 par value per share common stock, which shall be designated "Common Shares". Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE V PRINCIPAL OFFICE

The principal office or mailing address of the Corporation is:

234 East Davis Boulevard
Tampa, Florida 33606

ARTICLE VI INITIAL REGISTERED AGENT AND OFFICE AND AGENT

A. The name of the initial Registered Agent of this Corporation at such address is:

SCOTT F. BARNETT

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Articles of Incorporation of D V AMERICAS, INC.

The street address of the initial registered office of this Corporation is: В. 234 East Davis Boulevard Tampa, Florida 33606 ARTICLE VII **INCORPORATOR** A. The name of the person signing these Articles is: SCOTT F. BARNETT The address of the person signing these Articles of Incorporation is: В. 234 East Davis Boulevard Tampa, Florida 33606 ARTICLE VIII REMOVAL OF DIRECTORS A majority interest of the Shareholders of the stock of this Corporation shall be entitled to remove any Director from office with or without cause during his term. IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of 2000. Incorporation this 3 day of STATE OF FLORIDA COUNTY OF HILLSBOROUGH THE FOREGOING INSTRUMENT was acknowledged before me this Tune, 2000 by SCOTT F. BARNETT, who is personally known to me or as identification and did not take an oath. produced Notary Public My Commission Expires:

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Articles of Incorporation of D V AMERICAS, INC.

(Serial Number, if any

ACKNOWLEDGMENT OF RESIDENT AGENT

Having been named to accept service of process for D V AMERICAS, INC. at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 48.04, Florida Statutes, relative to keeping open said office.

Page 3 of 3 Articles of Incorporation of D V AMERICAS, INC.