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October 21, 2000

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Dage Group Corporation

EFFECTIVE DATE
10-20-00

Gentlemen:

Enclosed are original and one copy of the Articles of Incorporation of the captioned proposed corporation and my trust account check in the amount of \$78.75. Please send the undersigned a certified copy of the Articles.

Very truly yours,

Stephanie Kucherak

Encs.

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T. Burch OCT 25 2000
Burch T. Burch

ARTICLE OF INCORPORATION
OF
DAGE GROUP CORPORATION

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby adopts the following for the purpose of forming a corporation under the Florida General Corporation Act.

ARTICLE I
NAME

The name of this corporation is **DAGE GROUP CORPORATION**.

ARTICLE II
NATURE OF BUSINESS

EFFECTIVE DATE

10-20-00

The general nature of business to be transacted by this corporation shall be to manufacture, purchase, or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description. The corporation may carry on any lawful business necessary or incidental to the attainment of the objectives of the corporation.

ARTICLE III
POWERS

The powers herein granted to the corporation shall not be construed as any limitation upon the powers of the corporation, but shall be in addition to the powers conferred by law. The corporation shall have the power to do the following:

1. To invest its funds in real estate, mortgages, stocks, bonds or any other type of investment and to own or lease real or personal property necessary for or incidental to the rendering of professional services;
2. To sue and be sued and appear and defend all acts and proceedings in its corporate name to the same extent as a natural person;
3. To adopt and use a common corporate seal and alter the same;
4. To appoint such officers, agents and employees as its affairs shall require and allow them suitable compensation;
5. To make and enter into all contracts necessary and proper for the conduct of its business;
6. To purchase the corporate assets of any other corporation;
7. To take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it;
8. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock or any bonds or other evidence of indebtedness created by any other corporation of this state or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock;
9. To purchase, hold, sell, and transfer shares of its own capital stock, but it cannot purchase any of its own capital stock except from the surplus of its assets over its liabilities, including capital. Shares of its own capital stock owned by the corporation shall not be voted directly or indirectly or counted as outstanding stock for the purpose of any stockholder's quorum or vote;
10. To contract debts and borrow money at such rates of interest and upon such terms as it or its Board of Directors may deem necessary or expedient and shall authorize or agree upon; issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness whether secured or unsecured, and execute such mortgages or other instruments of encumbrances upon its property or credit to secure the payment of money borrowed or owing by it, as occasion may require and the Board of Directors deem

expedient, and to transfer corporate property of every kind and nature belonging to the corporation as security for payment of any bonds, notes, debts or other evidence of indebtedness of the corporation.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be **100** shares of common stock having a par value of **One (\$1.00) Dollar**.

The capital stock may be paid for in property, labor or services at a just valuation to be fixed by the incorporators, or by the Directors at a meeting called for such purpose, or at the organizational meeting.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services, to be fixed by the Directors of the corporation. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of its capital stock and said purchase shall be on such basis and for such consideration and the issuance of so much of the capital stock as the Directors of the corporation may decide.

ARTICLE V
INITIAL CAPITAL

The amount of capital with which this corporation may begin business shall not be less than **One Hundred (\$100.00) Dollars**.

ARTICLE VI
TERM OF EXISTENCE/EFFECTIVE DATE

The effective date of this corporation is October 20, 2000. This corporation is to exist perpetually.

ARTICLE VII
ADDRESS

The initial street address of the principal office of this corporation shall be **411 Vicksburg Terrace, Plantation, Florida 33325**.

ARTICLE VIII
DIRECTORS

This corporation shall have **One (1)** director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE IX
BOARD OF DIRECTORS

The names and address of the Director of the first Board of Directors is as follows:

NAME

Geraldina S. Dearaujo

ADDRESS

**411 Vicksburg Terrace
Plantation, Florida 33325**

**ARTICLE X
SUBSCRIBER**

The name and street address of each subscriber of these Articles of Incorporation and the number of shares of stock each agrees to take is as follows:

<u>NAME</u>	<u>SHARE</u>	<u>ADDRESS</u>
Geraldina S. Dearaujo	1	411 Vicksburg Terrace Plantation, Florida 33325

**ARTICLE XI
OFFICERS**

The by-laws to be adopted at the first meeting of the Board of Directors shall provide for the following corporate officers: President, Vice President, Secretary and Treasurer. The names and street addresses of the officers of this corporation who shall hold office for the first year of the existence of this corporation and until their successors are elected or appointed and shall have qualified are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Geraldina S. Dearaujo	President/Treasurer/ Secretary	411 Vicksburg Terrace Plantation, Florida 33325


**ARTICLE XII
REGISTERED AGENT**

The registered agent of this corporation to accept service of process within this State shall be Geraldina S. Dearaujo at 411 Vicksburg Terrace, Plantation, Florida 33325.

**ARTICLE XIII
AMENDMENT**

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by 51% of the voting capital stock, unless all of the Directors and all stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has set their hand and seal this 20 day of October, 2000.


GERALDINA S. DEARAUJO

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

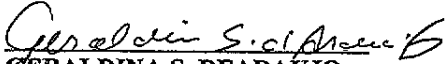
I HEREBY CERTIFY that on the 20 day of October, 2000, before me, a notary public duly authorized in the state and county named above to take acknowledgments, appeared GERALDINA S. DEARAUJO, who is either personally known to me () or () who produced _____ as identification and did take an oath.


Notary Public



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


GERALDINA S. DEARAUJO

Registered Agent

Date 10/20/00