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ACCOUNT NO. : 072100000032

REFERENCE : 187638 7165057

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 78.75

ORDER DATE : June 15, 2001

ORDER TIME : 10:06 AM

ORDER NO. : 187638-005

CUSTOMER NO: 7165057

CUSTOMER: Dorothy K. Pitcher, Secretary
Brooks Hermelee Geffin,
Attorneys At Law
Suite 1135
25 Southeast 2nd Avenue
Miami, FL 33131

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DOMESTIC FILING

NAME: DS REYNOLDS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

FILED
2001 JUN 15 PM 1:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JS 6/15/01

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATION
2001 JUN 15 AM 10:44
NOT RECORDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

ARTICLES OF INCORPORATION

OF

DS REYNOLDS, INC.

FILED

2001 JUN 15 PM 1:16

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

DS REYNOLDS, INC.

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

Bruce G. Hermelee
c/o Brooks Hermelee Geffin, L.L.C.
25 S.E. 2nd Avenue
Suite 1135
Miami, Florida 33131

ARTICLE VI

The name and address of the incorporator of the corporation is:

Bruce G. Hermelee
c/o Brooks Hermelee Geffin, L.L.C.
25 S.E. 2nd Avenue
Suite 1135
Miami, Florida 33131

ARTICLE VII

The name and address of the initial director of the corporation is:

Donna Reynolds
3109 Grand Avenue
Apartment 294
Coconut Grove, Florida 33133

ARTICLE VIII

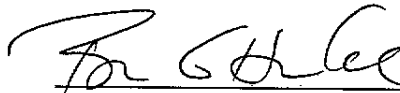
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2001 JUN 15 PM 1:16

The mailing address of the corporation and its initial principal office is: **SECRETARY OF STATE
TALLAHASSEE FLORIDA**

3109 Grand Avenue
Apartment 294
Coconut Grove, Florida 33133

Executed at Miami, Florida this 12th day of June, 2001.



Bruce G. Hermelee

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of **DS REYNOLDS, INC.**, the undersigned accepts such appointment and agrees to act in such capacity. The undersigned is familiar with and accepts the obligations of the position of registered agent.

Dated this 12th day of June, 2001.



Bruce G. Hermelee