

# PA1000119576

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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

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**FLORIDA PROFIT CORPORATION OR P.A.**

**derna, inc.**

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ARTICLES OF INCORPORATION  
OF  
DERNA, INC.

ARTICLE I  
CORPORATE NAME

The name of the Corporation is: DERNA, INC.

ARTICLE II  
CORPORATE ACTIVITY

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida. The Corporation shall exist perpetually.

ARTICLE III  
CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One-Thousand (1000) shares of one class of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV  
PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V  
INDEMNIFICATION

The Corporation shall indemnify any officer or director, to the full extent permitted by law, except as to suits by any such officer or director against the Corporation.

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**ARTICLE VI**

**INITIAL REGISTERED AGENT AND**

**INITIAL REGISTERED AND PRINCIPAL OFFICE**

The Corporation's Initial Registered Agent and Registered Office in the State of Florida is:

INITIAL REGISTERED AGENT: MICHAEL A. VANDETTY

INITIAL REGISTERED OFFICE: 5601 BISCAYNE BOULEVARD  
MIAMI, FLORIDA 33137

INITIAL PRINCIPAL OFFICE OF  
CORPORATION: 45 NE 1<sup>ST</sup> AVENUE  
MIAMI, FLORIDA 33132

**ACKNOWLEDGEMENT AND CONSENT**  
**OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

  
MICHAEL A. VANDETTY  
REGISTERED AGENT

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the Corporation are one (1).

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ARTICLE VIII

## INITIAL DIRECTORS

The name and addresses of the initial members of the Board of Directors are

DOMINGO ESCAR  
45 NE 1<sup>ST</sup> AVENUE  
MIAMI, FLORIDA 33132

ARTICLE IX

## INCORPORATOR

The names and addresses of the incorporator executing these Articles of Incorporation is:

INCORPORATOR: MICHAEL A. VANDETTY  
ADDRESSES: 5601 BISCAYNE BOULEVARD  
MIAMI, FLORIDA 33137

*[Signature]*  
MICHAEL A. VANDETTY  
INCORPORATOR

STATE OF FLORIDA  
COUNTY OF DADE

:SS

I HEREBY CERTIFY that on this day before me, a notary public, duly-authorized in the State and County above-named to take acknowledgements, personally appeared MICHAEL A. VANDETTY, to be known to be the person described as the incorporator, and who executed the foregoing Articles of Incorporation.

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of December, 2008, by MICHAEL A. VANDETTY, who is personally known to me or who has produced \_\_\_\_\_, as identification and who did take an oath.

My commission expires:



Mia Elizabeth Ortiz  
Commission #0001237  
Expires Feb. 21, 2009  
Bonded Firm  
Atlantic Bonding Co., Inc.

Mia E. Ortiz  
NAME OF ACKNOWLEDGER: TYPED,  
PRINTED OR STAMPED

*[Signature]*  
NOTARY PUBLIC, STATE OF FLORIDA

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