

PD2000070276

TRANSMITTAL LETTER

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

02 JUN 24 AM 9:59  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

500005924075--9  
-06/24/02--01049--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: DERINGER TALENT, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: KATHY DERINGER  
Name (Printed or typed)

177 CYPRESS POINT DRIVE  
Address

PALM BEACH GARDENS, FL 33418  
City, State & Zip

(561) 626-6014  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. WHITE JUN 26 2002

ARTICLES OF INCORPORATION

ARTICLE I – NAME

The name of the corporation shall be Deringer Talent, Inc.

FILED  
02 JUN 24 AM 9:59  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE II – PRINCIPLE OFFICE

The principal place of business / mailing address of this corporation shall be:

177 Cypress Point Drive  
Palm Beach Gardens, FL 33418

ARTICLE III – PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV – SHARES OF CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated as "Common Shares".

ARTICLE V – INITIAL BOARD OF DIRECTORS

The corporation shall initially have two (2) Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The names and addresses of the initial Directors are:

Kathy Deringer  
177 Cypress Point Drive, Palm Beach Gardens, FL 33418

Pamela Wyman  
172 Euphrates Circle, Palm Beach Gardens, FL 33410

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6132 Robinson Street, Jupiter, FL 33458 and the name of the initial registered agent of this corporation at that address is Robin Lemke-Fasulo.

#### ARTICLE VII – INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Kathy Deringer  
177 Cypress Point Drive, Palm Beach Gardens, FL 33418

#### ARTICLE VIII – PREEMTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE IX – INDEMNIFICATION

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

#### ARTICLE X – AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: July 16, 2001

  
Kathy Deringer, Incorporator

FILED

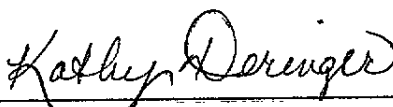
02 JUN 24 AM 9:59

Certificate designating the place of business or domicile for the service of process within Florida, naming agent upon whom process may be served. SECRETARY OF STATE  
TALLAHASSEE FLORIDA

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

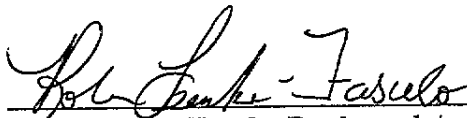
First that Deringer Talent, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Robin Lemke-Fasulo, located at 6132 Robinson Street, Jupiter, Florida, 33458, as its agent to accept service of process within Florida.

Dated: ~~June 10, 2001~~  
JUNE 10, 2002

  
Kathy Deringer, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: ~~June 10, 2001~~  
JUNE 10, 2002

  
Robin Lemke-Fasulo, Registered Agent