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TRANSMITTAL LETTER

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

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-09/16/02--01047--024
*****78.75 *****78.75

SUBJECT: Dms International of Florida, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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: Miriam Sowers
Name (Printed or typed)

2886 NW 79 Avenue
Address

Miami, Florida 33122
City, State & Zip

(305) 594-5681
Daytime Telephone number

02 SEP 16 AM 11:09
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

VI
9/18

ARTICLES OF INCORPORATION

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I – NAME

The name of this corporation shall be: DMS International of Florida, Inc.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business/mailing address is:

2886 NW 79th Avenue.
Miami, FL 33122

ARTICLE III – PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV – SHARES

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 one (1) Director to hold office until the first annual meeting of shareholders and his successors shall have been duly elected and qualified, or until his 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 name and address of the initial Director is: Miriam Sowers, 2886 NW 79th Avenue, Miami, FL 33122.

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2886 NW 79th Avenue, Miami, FL 33122, and the name of the initial registered agent of this corporation at that address is Miriam Sowers.

ARTICLE VII – INCORPORATOR

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

Miriam Sowers
2886 NW 79th Avenue
Miami, FL 33122

ARTICLE VIII – PRE-EMPTIVE 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

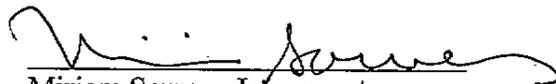
The corporation shall indemnify any officer or director, or any former officer of director, to the full extent permitted by law.

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 and certify that the facts herein stated are true.

Dated: September 6, 2002


Miriam Sowers, Incorporator

Having been named as registered agent to accept service of process for the above stated 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.

Dated: September 6, 2002

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02 SEP 16 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Miriam Sowers, Registered Agent