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### Thomas J. Skola

### Attorney at Law

501 Brickell Key Drive Suite 602

Miami, Florida 33131

Email: tjs@tskola.com

Telephone: (305) 577-3988 Fax: (305) 372-1089

February 20, 2003

(VIA CERTIFIED MAIL RETURN RECEIPT REQUESTED)

Florida Department of State Corporate Records Bureau Division of Corporations 409 East Gaines Street Tallahassee, Florida 32301

Re: DIVECO CORP.

Dear Sirs:

Enclosed are the Articles of Incorporation for DIVECO CORP. and a check in the amount of \$78.75 in payment of the following:

\$35.00 - Filing Fee;

\$35.00 - Registered Agent Designation Fee;

\$ 8.75 - Certified Copy of the Articles of

\$78.75 Incorporation

Your prompt return of the certified copy of the Articles of Incorporation to my attention at the above address will be appreciated.

Sincerely,

Thomas J./Skola, Esq.

TJS/am

Enclosure

### ARTICLES OF INCORPORATION OF

# OSECO DE PARO. 15

### DIVECO CORP.

I, the undersigned natural person, competent to contract, acting as incorporator of the corporation described herein (the "Corporation") under the Florida Business Corporation Act, make, subscribe, acknowledge and file the following Articles of Incorporation for the Corporation.

### ARTICLE I

### NAME

The name of the Corporation is: DIVECO CORP.

## ARTICLE II

### GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted is:

To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

### ARTICLE III

### CAPITAL STOCK

The amount of authorized capital stock is One Thousand and 00/100 Dollars (\$1,000.00), consisting of one thousand (1,000) shares of common stock.

### ARTICLE IV

### PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of any kind, class or series, shall have the pre-emptive 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 V

### INITIAL CAPITAL

The amount of capital with which the Corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

### ARTICLE VI

### CORPORATE EXISTENCE

The Corporation is to have perpetual existence.

# ARTICLE VII

### PRINCIPAL OFFICE

The street address of the principal office of the Corporation in the State of Florida is 501 Brickell Key Drive, Suite 602, Miami, Florida 33131.

### ARTICLE VIII

### NUMBER OF DIRECTORS

The number of directors of the Corporation shall be set from time to time by the By-laws, but shall be at least one (1).

### ARTICLE IX

### SUBSCRIBERS

The name and street address of the subscriber of these Articles of Incorporation are:

Thomas J. Skola - 501 Brickell Key Drive Suite 602 Miami, Florida 33131

### ARTICLE X

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 5201 Blue Lagoon Drive, City of Miami, County of Dade, State of Florida, and the name of the initial registered agent of the Corporation at that address is: Thomas J. Skola.

### ARTICLE XI

### ELECTION - AFFILIATED TRANSACTIONS/CONTROL - SHARE ACQUISITIONS

The Corporation expressly elects not to be governed by Sections 607.0901 and 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions and control share acquisitions, respectively.

### ARTICLE XII

### INDEMNIFICATION .

To the full extent permitted by law, the Corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding,

whether civil, criminal, administrative or investigative (including one in the right of the Corporation to procure a judgment in its favor) by reason of the fact that he, or his testator or intestate, is or was a director, officer, employee or agent of the Corporation or served any other corporation, partnership, joint venture, trust or other enterprise in any capacity, at the request of the Corporation.

IN WITNESS WHEREOF, I do make and subscribe these Articles of Incorporation on this  $20^{\rm th}$  day of February, 2003.

THOMAS J SKOLA

STATE OF FLORIDA

) SS.:

COUNTY OF DADE

The foregoing instrument was acknowledged before me by THOMAS J. SKOLA, individually. He is personally known to me and did take oath, this  $20^{\rm th}$  day of February, 2003.

Notary Public, State of Florida

My Commission expires:

Lourdes Serroa

\*\*My Commission CC935641

Expires May 11, 2004

Name of Notary: LOURDES BERROA

### ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the applicable provisions of all pertinent legislation, including without limitation Section 607.0505 of the Florida Business Corporation Act.

Bv.

Registered Agent