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# Sam & Caliendo ATTORNEY ATTAW

F COUNSEL: Simon M. Casoria, III, Esq. Charles A. Goff, Esq.

Sept 3 , 2001

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

Re: DWV Inc..

Dear Sirs:

Enclosed please find my check in the amount of \$78.85 which is \$35.00 for the filing fee, \$35.00 for the registered agent designation and \$8.75 for a certified copy, along with the executed articles of incorporation, to file the above referenced corporation. Please return the certificate of incorporation and the articles to the undersigned upon filing.

Thank you for your attention to this matter.

Sincerely,

Sam C. Caliendo

# FILED

# ARTICLES OF INCORPORATION

<u>OF</u>

D.W.Y., INC.

# ARTICLE I

# NAME OF CORPORATION AND CORPORATE ADDRESS

The name of this corporation is: D.W.V., INC. and the corporate address is: 2500 N. Federal Highway, Suite 201, Fort Lauderdale, Florida 33305.

# ARTICLE II

# DURATION

This corporation has perpetual existence unless otherwise specified in these Articles of  $\stackrel{\omega}{\sim}$  Incorporation.

# ARTICLE III

# **PURPOSES**

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

# **ARTICLE IV**

#### CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock with a par value of One Dollar (\$1.00) per share.

#### ARTICLE V

#### INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation is: 2500 North Federal Highway, Suite 201, Fort Lauderdale, Florida 33305, and the Registered agent at that address is: Volkmar Dirksen.

#### ARTICLE YI

#### INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be increased from time to time by the By-Laws but shall never be less than One (1) nor more than Seven (7). The name(s) and address(es) of the initial Directors(s) of this corporation is/are:

Volkmar Dirksen 2500 North Federal Highway Suite 201 Fort Lauderdale, Florida 33305

#### ARTICLE YII

#### INCORPORATION

The name(s) and address(es) of the person signing these Articles of Incorporation is/are:

Volkmar Dirksen 2500 North Federal Highway Suite 201 Fort Lauderdale, Florida 33305

#### ARTICLE YIII

#### BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Volkmar Dirksen 2500 North Federal Highway Suite 201 Fort Lauderdale, Florida 33305

#### ARTICLE IX

#### INITIAL ISSUE OF STOCK

Name Shares

Volkmar Dirksen – -1,000-

#### ARTICLE X

# APPROVAL OF SHAREHOLDERS FOR MERGER

The approval of the shareholders of this corporation to any plan or merger will be required in every case, whether or not such approval is required by law.

# ARTICLE XI

# MEETINGS BY CONFERENCE

Members of the Board of Directors may participate in special meetings by conference telephone, as provided by law, but regular meetings of the Board of Directors must be attended in fact, in person, by each Director.

#### **ARTICLE XII**

#### **AMENDMENT**

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

#### ARTICLE XIII

#### INDEMNIFICATION

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

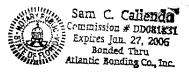
Volkmar Dirksen Subscriber

county of Broward

The foregoing instrument was acknowledged before me this 4 day of 2003, by Volkmar Dirksen who is personally known to me or who has provided Fa Druce as identification and who did (did not) take an oath.

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



# ACCEPTANCE OF 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 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.

olkmar Dirksen

Address: Volkmar Dirksen

2500 North Federal Highway

Suite 201

Fort Lauderdale, Florida 33305