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#### UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, Florida 32301 (850) 681-6528

HOLD FOR PICKUP BY **UCC SERVICES** OFFICE USE ONLY

September 17, 2003

### CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

	Diversion Industries (Florida), Inc.			
	Filing Evidence  Plain/Confirmation Copy	Type of Document  ☐ Certificate of Status		
	□ Certified Copy	☐ Certificate of Good Standing		
		□ Articles Only		
	Retrieval Request  Photocopy  Certified Copy	<ul> <li>□ All Charter Documents to Include Articles &amp; Amendments</li> <li>□ Fictitious Name Certificate</li> <li>□ Other</li> </ul>		
	NEW FILINGS	AMENDMENTS		
X	Profit	Amendment		
	Non Profit	Resignation of RA Officer/Director		
	Limited Liability	Change of Registered Agent		
	Domestication	Dissolution/Withdrawal		
	Other	Merger		
	OTHER FILINGS	REGISTRATION/QUALIFICATION		
	Annual Reports	Foreign		
	Fictitious Name	Limited Liability		
	Name Reservation	Reinstatement		
	Reinstatement	Trademark		
		Other		

#### ARTICLES OF INCORPORATION

of

Diversion Industries (Florida), Inc.

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The undersigned hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation shall be Diversion Industries (Florida), Inc. The address of the principal office of this corporation shall be 5051 Castelo Drive, Suite 236, Naples, Florida 34103 and the mailing address of the corporation shall be the same.

#### ARTICLE IL NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock at \$1.00 par value per share.

#### ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146, and the name of the initial registered agent of the corporation at that address is Atrium Registered Agents, Inc.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. OFFICERS AND DIRECTORS

The names and addresses of the initial Officers and Directors are:

Michel Stamati 5051 Castelo Drive, Suite 236 Naples, Florida 34103

President/Director

Philippe Mareschal 5051 Castelo Drive, Suite 236 Naples, Florida 34103 Vice President/Secretary/Director

#### ARTICLE VIL INCORPORATOR

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

UCC Filing & Search Services, Inc. 526 East Park Avenue
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing & Search Services, Inc., has executed these articles of incorporation on September 17, 2003.

UCC Filing & Search Services, Inc.

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## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Diversion Industries (Florida), Inc.

2. The name and address of the registered agent and office is:

ATRIUM REGISTERED AGENTS, INC. 1500 SAN REMO AVENUE SUITE 125 CORAL GABLES, FL 33146 2003 SEP 17 PM 12: 28
SECRETARISE OF STATE
TALLARIAS SEE FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND 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 DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ROBERT A. STAMEN, Director and Vice President

Date: September 17, 2003