

LAW OFFICE
MICHAEL J. MOSKOWITZ
2435 Hollywood Blvd., Suite 203
Hollywood, Florida 33020
(305) 923-9200

January 10, 1995

P95000003671

Ms. Brendolyn Bruton
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Rec'd 1/12/95

Re: Articles of Incorporation - Deerberg Systems Corporation

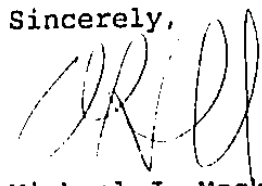
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-01/20/95--01058--023
****122.50 ****122.50

Dear Ms. Bruton:

Attached are Articles Of Incorporation for Deerberg Systems Corporation, together with Trust Account check number 3070 in the amount of \$122.50 to cover filing fees and Certificate.

Please send to this office the filing information and a certified copy of the Articles as soon as possible.

Sincerely,



Michael J. Moskowitz
MJM:sr

FILED
1995 JAN 12 PM 1:38
TALLAHASSEE, FLORIDA

ASA 1/13/95
P95-3671

ARTICLES OF INCORPORATION
OF
DEERBERG SYSTEMS CORPORATION

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge, and file the following Articles of Incorporation for the purpose of creating a corporation under the Laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

DEERBERG SYSTEMS CORPORATION

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STATE
TALLAHASSEE, FLORIDA

ARTICLE II

This corporation may engage in any activity or business permitted under the Laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

100 shares common stock, no par value

All of said stock shall be payable in cash, property, real or personal, labor, or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation. The payment thereof does not have to be at the time of issuance, provided that said shares are subject to calls thereon until the whole consideration therefor shall have been paid.

ARTICLE IV

The amount of capital with which this corporation shall commence business shall not be less than \$500.00.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The initial address of this corporation shall be at:

100 Bayview Drive - PH 25
Miami Beach, Florida 33160

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

This corporation shall have one Director initially. The number of Directors may be increased from time to time, by the By-Laws adopted by the Stockholders, but shall never be more than three, nor less than one. The name and address of the Director is:

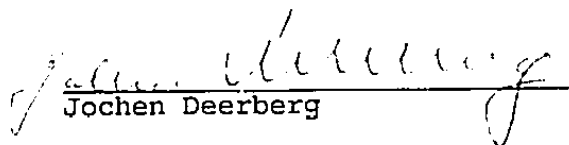
Wiola Talvi
100 Bayview Drive - PH 25
Miami Beach, Florida 33160

ARTICLE VIII

The name and post office address of the subscriber to these Articles of Incorporation is:

Jochen Deerberg, 100 Bayview Dr. - PH 25, Miami Bch., FL 33160

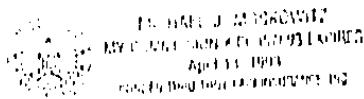
Dated: December 22, 1994



Jochen Deerberg

STATE OF FLORIDA
BROWARD COUNTY

I HEREBY CERTIFY that before me, a Notary Public authorized in the State and County aforesaid to take acknowledgements, personally appeared Jochen Deerberg, identity verified by passport, to me known to be the person described in, and who executed the foregoing Articles of Incorporation and acknowledged that he subscribed to same and did not take an oath.

WITNESS my hand and official seal this 22nd day of December, 1994.




Michael J. Moskowitz
Notary Public, State of Florida

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1995 JAN 12 PM 3:38
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuant to Chapter 48.901 Florida Statutes, the following is submitted, in compliance with said Act:

First that Deerberg Systems Corporation, desiring to organize under the Laws of the State of Florida, with its principal office in the City of Miami Beach, County of Dade, State of Florida has named Wiola Talvi, whose mailing address is: 100 Bayview Dr. - PH 25, Miami Bch., FL 33160, as registered agent to accept service of process in this matter.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Dated: December 30th - 94


Wiola Talvi