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*Line Officers*  
*Jerry Green, P.O.*

DADELAND TOWNS NORTH  
ROUTE 200 617  
9700 SOUTH DADELAND BOULEVARD  
MIAMI, FLORIDA 33156  
TELEPHONE (305) 670-1200  
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January 13, 1995

Secretary of State  
Division of Corporations  
Corporate Records Bureau  
P. O. Box 6327  
Tallahassee, Florida 32314

RECEIVED  
JAN 17 1995  
11:58 AM  
DIVISION OF CORPORATIONS

Re: Articles of Incorporation of  
DILLMANN ENTERPRISES, INC.

Dear Sir or Madam:

Enclosed please find an original and a copy of the Articles of Incorporation of DILLMANN ENTERPRISES, INC. and a check in the amount of \$122.50. I would appreciate very much you filing the enclosed documents and returning to me the following items: a certificate of incorporation, a receipt for the filing fee, and a certified copy of the Articles of Incorporation.

If you have any questions, please do not hesitate to contact my office.

Very truly yours,

JERRY GREEN

JG:dc  
encls.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JAN 17 PM 1:58

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KAN 1-18

ARTICLES OF INCORPORATION  
OF

DILLMANN ENTERPRISES, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JAN 17 PM 1:58

\* \* \* \* \*

I, the undersigned, hereby associate myself for the purposes of becoming a corporation under the laws of the State of Florida, under the provisions of the Statutes of the State of Florida providing for the formation, rights, privileges, and liabilities of corporation for profit in accordance with the "Florida Business Corporation Act", Chapter 607, of the Florida Statutes, as last amended.

ARTICLE ONE

The name of this corporation shall be:

DILLMANN ENTERPRISES, INC.

ARTICLE TWO

The principal office and/or mailing address of the corporation is:

9200 SOUTH DADELAND BOULEVARD  
SUITE 617  
MIAMI, FLORIDA 33156

ARTICLE THREE

The total number of shares of stock that may be issued is 1,000 shares of common stock at \$1.00 par value. All of said stock may be issued for consideration consisting of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation so long as the Board of Directors has determined that

*Jerry Green, P.C.*

the consideration received or to be received for the shares to be issued is adequate.

ARTICLE FOUR

The Registered Agent of this corporation shall be JERRY GREEN, and the registered office of this corporation shall be 9200 South Dadeland Boulevard, Suite 617, Miami, Florida 33156

ARTICLE FIVE

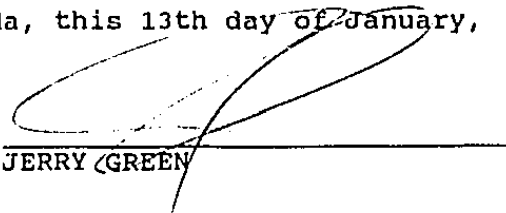
The name and address of the Incorporator is as follows:

JERRY GREEN  
9200 South Dadeland Towers  
Suite 617  
Miami, Florida 33156

ARTICLE SIX

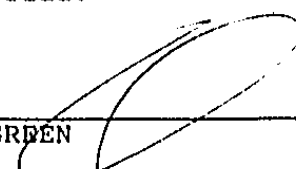
The purpose of this corporation is to do any and all things authorized under the laws of the State of Florida, and in addition, this corporation shall have all those powers enumerated in Chapter 607.0302 of the Florida Statutes as last amended and those powers necessary and convenient to effect its purposes.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Miami, Dade County, Florida, this 13th day of January, 1995.

  
JERRY GREEN

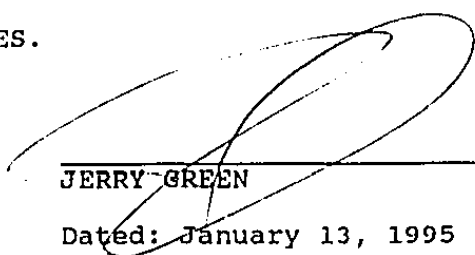
CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THE STATE OF FLORIDA, NAMING AGENT UPON  
WHOM SERVICE OF PROCESS MAY BE SERVED

DILLMANN ENTERPRISES, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 9200 South Dadeland Boulevard, Suite 617, Miami, Florida 33156 has named JERRY GREEN located at 9200 South Dadeland Boulevard, Suite 617, Miami, Florida 33156, as its agent to accept Service of Process within the State of Florida.

  
JERRY GREEN

Dated: January 13, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

  
JERRY GREEN

Dated: January 13, 1995

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*Jerry Green, P.A.*