

LAW OFFICES  
**SEAN L. FISHER**

1450 MADHUGA AVENUE  
SUITE 202  
CORAL GABLES, FLORIDA 33146

SEAN L. FISHER  
MARIE ABIGAIL DAVIDSON\*

\*ALSO ADMITTED IN MINNESOTA

TELEPHONE (305) 665-1833  
TELEFAX (305) 662-6024

P95000014907

700001412717  
-02/22/95--01048--020  
\*\*\*\*122.50 \*\*\*\*122.50

February 17, 1995

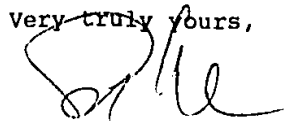
Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Incorporation of DEVO CORPORATION

Dear Sirs:

Please find enclosed the original and one copy of the Articles of Incorporation of DEVO CORPORATION and our check in the amount of \$122.50 to cover the cost of filing the Articles of Incorporation, Certificate Designating Registered Agent, and a certified copy of the Articles. Please file and record these Articles as soon as possible. If you have any questions, please call. Thank you for your assistance.

Very truly yours,



SEAN L. FISHER

SLF:bhs  
Enclosures  
cc: Darrell Van Orsdel

FILED  
05 FEB 22 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
DEVO CORPORATION

FILED  
95 FEB 22 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME AND CORPORATION'S PRINCIPAL OFFICE AND MAIN ADDRESS

The name of this corporation is:

DEVO CORPORATION

The mailing address of the corporation is:

6225 S.W. Kendale Lakes Circle  
Suite D-249  
Miami, Florida 33183

ARTICLE II. DURATION

The period of its duration is perpetual.

ARTICLE III. PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The corporation is authorized to issue five thousand (5,000) shares of common stock, having a par value of One (\$1.00) Dollar per share.

ARTICLE V.      INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

Sean L. Fisher, Esq.  
1450 South Dixie Highway  
Suite 202  
Coral Gables, Florida 33146

ARTICLE VI.     INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

DARRELL VAN ORSDEL  
6225 S.W. Kendale Lakes Circle  
Suite D-249  
Miami, Florida 33183

ARTICLE VII.    INCORPORATORS

The names and addresses of the Incorporators signing these Articles of Incorporation are:

DARRELL VAN ORSDEL  
6225 S.W. Kendale Lakes Circle  
Suite D-249  
Miami, Florida 33183

ARTICLE VIII. AMENDMENT OF ARTICLES

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

ARTICLE IX. CONFLICT OF INTEREST

No contract between this corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this corporation may be the other individual or individuals contracting with this corporation.

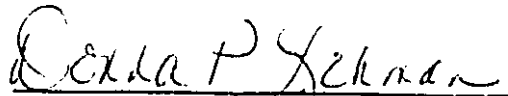
IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 17th day of February, 1995.

  
\_\_\_\_\_  
DARRELL VAN ORSDEL

STATE OF FLORIDA   )  
                              ) SS:  
COUNTY OF DADE    )

BEFORE ME, the undersigned authority, personally appeared DARRELL VAN ORSDEL, to me known to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged to and before me that they executed such instrument in their capacity as Incorporators.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 17th day of February, 1995.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large  
DONNA P. LEHMAN

My Commission Expires:

Notary Public, State of Florida  
My Commission Expires July 22, 1996

ACKNOWLEDGEMENT OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

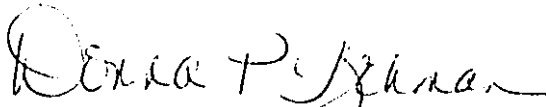
REGISTERED AGENT

  
\_\_\_\_\_  
SEAN L. FISHER, ESQ.

STATE OF FLORIDA   )  
                              ) SS:  
COUNTY OF DADE    )

BEFORE ME, the undersigned authority, personally appeared SEAN L. FISHER, ESQ., to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument in his capacity as Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 17th day of February, 1995.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large  
DONNA P. LEHMAN

My Commission Expires:

Notary Public, State of Florida  
My Commission Expires July 22, 1996