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FE-23-11 12 FROM EMPIRE KIT COMPANY P.22
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FEBRIC CASE SYSTEM
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TO DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1482 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
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TO

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 24, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: DENVER & DENVER CORPORATION
REF: W95000004252

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

NOTE: PAGES 1 AND 3 ARE MISSING.

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If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000002199
Letter Number: 995A00008500

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

ARTICLES OF INCORPORATION

OF

DENVER & DENVER CORPORATION

ARTICLE I

The name of this corporation shall be:

DENVER & DENVER CORPORATION

ARTICLE II

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to issue at any time is 1,000 share of \$1.00 par value each.

ARTICLE IV

The Shareholders of this corporation shall have preemptive rights to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or to acquire shares of the corporation to the extent that the Stockholders might so specifically set forth. Lacking this affirmative action by the Stockholders, there shall be no such preemptive rights.

ARTICLE V

This corporation is to have perpetual existence.

ARTICLE VI

The principal office of this corporation shall be located at 12400 SW 112 Avenue, Miami, FL 33176 with the corporation retaining the power of moving its office to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors, with branch offices in such other cities, or countries as may from time to time be authorized by its Board of Directors.

PREPARED BY: GUIDO A. AGUILERA, ESQ. FLORIDA BAR NO. 135749
815 PONCE DE LEON BLVD.
CORAL GABLES, FL 33134
305-445-8748

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII

The initial registered office of this corporation shall be at 12400 S.W. 112 Avenue, Florida, FL 33176. The initial registered agents at such address shall be:

RUBEN HERNANDEZ

ARTICLE VIII

This corporation shall at all times have at least one and not more than three (3) Directors who shall conduct the business of the corporation as a Board of Directors. The Stockholders of this corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the corporation.

ARTICLE IX

The names and addresses of the Members of the First Board of Directors who shall hold office until the first Annual Meeting of Shareholders and/or until their successors are elected and qualified or until their earlier resignation, removal from office, or death, are:

RUBEN HERNANDEZ
12400 SW 112 AVE.
MIAMI, FL 33176

ALICIA HERNANDEZ
12400 SW 112 AVE
MIAMI, FL 33176

ARTICLE X

The names and addresses of the subscribers are:

RUBEN HERNANDEZ
12400 SW 112 AVE.
MIAMI, FL 33176

ALICIA HERNANDEZ
12400 SW 112 AVE
MIAMI, FL 33176

ARTICLE XI

The By-Laws of this corporation may be created, amended, changed or replaced by either the Stockholders or the Directors of the corporation at any duly scheduled Special Meeting called for that purpose.

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ARTICLE XII

Every person who now is or hereafter shall become a Director of this corporation, shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from any action, suit or proceedings, of whatever nature, to which he or she is or shall be made a part by reason of him or her being or having been a director of the corporation (whether or not he or she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him).

However, an exception is made to the above in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of the duties imposed in him as such Director. The right of indemnification herein provided for shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, this 23rd day of February 1995.



RUBEN HERNANDEZ


ALICIA HERNANDEZ

STATE OF FLORIDA)
COUNTY OF DADE) :SS

The foregoing instrument was acknowledged before me this 22nd day of FEBRUARY 1995, by RUBEN HERNANDEZ AND ALICIA HERNANDEZ, who is/are personally known to me or who has produced Drivers Licenses as identification and and who did take an oath.

My Commission expires:


JEANETTE RUIZ
NOTARY PUBLIC-STATE OF FLORIDA
COMMISSION NO.



OFFICIAL SEAL
JEANETTE RUIZ
My Commission Expires
Dec. 30, 1998
Comm. No. CC 249191

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

IN COMPLIANCE WITH SECTION 49,091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT DENVER & DENVER CORPORATION DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED RUBEN HERNANDEZ, LOCATED AT MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: Ruben Hernandez
(SUBSCRIBER)
RUBEN HERNANDEZ

DATE: FEBRUARY 23, 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.

SIGNATURE: Ruben Hernandez
(RESIDENT AGENT)
RUBEN HERNANDEZ

DATE: FEBRUARY 23, 1995

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TALLAHASSEE, FLORIDA

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