

P95000061087

8/08/95 FLORIDA DIVISION OF CORPORATIONS 9:22 AM

PUBLIC ACCESS SYSTEM

((H95000008671))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: FAS-T CORP. AGENTS, INC.
8405 NW 53RD ST
SUITE C-100
MIAMI FL 33166-

CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839
FAX: (305) 592-9591

FAX: (904) 922-4000

((H95000008671))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: DILOTEK INC.

FAX AUDIT NUMBER: H95000008671

DATE REQUESTED: 08/08/1995

CERTIFIED COPIES: 1

NUMBER OF PAGES: 5

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 09:22:49

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 071001002335

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000008671))

** ENTER 'M' FOR MENU. **
8/08/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

FILED
9:23 AM
95 AUG -8 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 AUG -8 AM 11:07

H95000008671

ARTICLES OF INCORPORATION
OF

DILOTEX INC.

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 this corporation shall be DILOTEX INC. and the initial address of this corporation shall be 9036 S.W. 148th Ct. Miami, Fl 33196

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida and under the laws of the United States of America.

ARTICLE III

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

| <u>Number of Shares Authorized</u> | <u>Par Value Per Share</u> | <u>Class of Stock</u> |
|------------------------------------|----------------------------|-----------------------|
| 1000 | \$.50 | Common |

The consideration for all of the 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 the corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be at with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Alvaro H. Gomez.

Prepared by: Alvaro H. Gomez
9036 S.W. 148th Ct,
Miami, Florida 33196 Tel: 305-3831108

FILED
95 AUG - 8 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H95000008671

ARTICLE VI

The Corporation shall have at least _____ director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The name and address of the directors of the corporation, who shall hold office for the first year or until his successor is duly executed and qualified shall be:

Directors _____

Alvaro M. Gomes
9036 S.W. 148th Ct.
Miami, Florida 33196

Title _____

President

Vice President

Secretary

Treasury

ARTICLE

VIII

The name and address of the Incorporator is ALVARO H. GOMEZ
9036 S.W. 148th Ct., Miami, Florida 33196.

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a part to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The Private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporators hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto sign my name on this 4th day of August, 1995.

H9500008671

ARTICLE XI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Alvaro H. Gomez

9036 SW 148th Ct.
Miami, FL 33196

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 8th day of August, 1995

Signature(s) of Incorporator(s)



H95000008671

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

In compliance with the laws of Florida, the following is submitted:

First, Dilotek, Inc, desiring to organize under the laws of the State of Florida, has named Alvaro H.Gomes, 9036 S.W. 148th Ct., suite 101, Miami, Florida, 33196 as its statutory Register Agent.

Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.325 F.S.



Alvaro H.Gomes
Registered Agent

Dated this 4th Day of
August 1995

FILED
95 AUG - 8 PM 1: 56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA