

1201 HAY STREET
TALLAHASSEE, FL 32301
TEL: 904
9041111111

800-142-8086

CSC networks
PROFESSIONAL
LEGAL & FINANCIAL SERVICES

P9511064444

ACCOUNT NO. : 072100000032

REFERENCE : 665536 149697A

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 70.00

ORDER DATE : August 18, 1995

ORDER TIME : 9:06 AM

ORDER NO. : 665536

CUSTOMER NO: 149697A

CUSTOMER: Mr. Joyce Adkins
SWANN HADLEY DENION & ALVAREZ,
P.A.
P. O. Box 1961

Winter Park, FL 32790-1961

DOMESTIC FILING

NAME: DERAN INTERNATIONAL, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: _____

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
95 AUG 21 PM 1:49
FILED

T. BROWN AUG 21 1995

ARTICLES OF INCORPORATION
OF
DERAN INTERNATIONAL, INC.

FILED
95 AUG 21 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

DERAN INTERNATIONAL, INC.

The address of the principal office of this corporation shall be 2500 North Forsyth Road, Unit B-31, Orlando, Florida 32807, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Deborah A. St. John
Dir./ Pres.

2500 N. Forsyth Road, Unit B-31
Orlando, Florida 32807

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 21, 1995.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

GLS/dks

P95000064444

PO BOX 1963

WINTER PARK FLORIDA 32789 1963

TELEPHONE (407) 642 2777

FAX (407) 642 2157

Perse P Swann (1995 - 1984)

P Raul Alvarez, Jr
Ralph V Hadley, III
Jeffrey P McIlhenny
Richard R Swann

22 September 1995

-P95000064444-001
*****35.00 *****35.00

Corporate Division
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Deran International, Inc.

Dear Sir or Madam:

I enclose for filing with your office the Statement of Change of Registered Office and Registered Agent and our check in the amount of \$35 filing fee for the above-referenced corporation.

Your assistance in this matter is appreciated.

Very truly yours,


RALPH V. HADLEY III

RVH,III/ja

Encs.

SH OCT - 3 1995

SECRET
FILED
CRIMINAL STATE
95 SEP 26 PM 1:06

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: DERAN INTERNATIONAL, INC.

1b. Date of incorporation August 21, 1995 Document number P95-64444

2. The name and address of the current registered agent and office:

Corporation Service Company

1201 Hays Street, Tallahassee, FL 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

Deborah A. St. John

2500 North Forsyth Road, Unit B-31, Orlando, FL 32807

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Deborah A. St. John
SIGNATURE
August 25, 1995
DATE

Deborah A. St. John - President
Typed or printed name and title

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

SIGNATURE Deborah A. St. John
(Registered Agent)
DATE August 28, 1995

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314