

*Hoffmeier Accounting & Tax Service, Inc.*

5101 N.W. 21st Avenue, Suite 200, Fort Lauderdale, Florida 33309

Phone (305) 735-8770 • Fax (305) 733-9220

*P95000065871*

AUGUST 21, 1995

STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

800001568198  
-09/24/95--01027--014  
\*\*\*\*122.50 \*\*\*\*122.50

GENTLEMEN:

Enclosed please find Articles of Incorporation for D & A  
MANAGEMENT, INC., along with our check in the amount of  
\$122.50 to cover the filing cost of this corporation.

If you have any questions regarding this matter, please  
contact us at the above address or telephone number.

Thank You,

Sincerely

*Marlys Cooper.*  
MARLYS COOPER.

ARTICLES OF INCORPORATION

OF

D & A MANAGEMENT, INC.

D & A MANAGEMENT, INC.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION IS A NATURAL PERSON, COMPETENT TO CONTRACT, ASSOCIATED TO FORM A CORPORATION FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA: AND FURTHER AGREES TO THE FOLLOWING CONDITIONS OF SAID CORPORATION.

ARTICLE I: NAME

THE NAME OF THE CORPORATION IS: D & A MANAGEMENT, INC.

ARTICLE II: NATURE OF BUSINESS

THE GENERAL NATURE OF THE BUSINESS AND THE OBJECTS AND PURPOSES PROPOSED TO BE TRANSACTED BY THE CORPORATION, AND THE POWERS AND PRIVILEGES TO BE EXERCISED BY IT SHALL INCLUDE ALL POWERS THAT ARE GIVEN TO THE BODIES CORPORATE UNDER THE STATUTES OF THE STATE OF FLORIDA, AND THE LAWS OF THE UNITED STATES, TOGETHER WITH ALL RIGHTS POWERS AND PRIVILEGES INCIDENT THERETO.

ARTICLE III: CAPITAL STOCK

THE CAPITAL STOCK OF THE CORPORATION SHALL CONSIST OF ONE HUNDRED (100) SHARES OF A PAR VALUE OF ONE (\$1.00) DOLLAR EACH, WHICH STOCK SHALL BE PAID FOR IN CASH, REAL OR PERSONAL PROPERTY, OR IN SERVICES. THE VALUE OF EACH SUCH REAL OR PERSONAL PROPERTY OR SERVICES SHALL BE FIXED BY THE BOARD OF DIRECTORS OF SAID CORPORATION, AND THE STOCK SHALL BE ISSUED ON THE VALUE SO FIXED. ALL STOCK SHALL BE FULLY PAID FOR AND NON-ASSESSABLE.

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS IT BE  
DISSOLVED BY ACTION OF LAW.

ARTICLE V: PLACE OF BUSINESS  
INITIAL REGISTERED OFFICE  
INITIAL REGISTERED AGENT

THE INITIAL REGISTERED OFFICE AND PLACE OF BUSINESS OF THIS  
CORPORATION IN THE STATE OF FLORIDA IS:

PLACE OF BUSINESS: 14575 W. DIXIE HIGHWAY  
N. MIAMI, FLORIDA 33160

REGISTERED OFFICE: 14575 W. DIXIE HIGHWAY  
N. MIAMI, FLORIDA 33160

THE INITIAL REGISTERED AGENT IS: GHOLAMREZA DARVISH  
14575 W. DIXIE HIGHWAY  
N. MIAMI, FLORIDA 33160

ARTICLE VI: DIRECTOR

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER  
OF DIRECTORS MAY BE CHANGED FROM TIME TO TIME AS THE STOCKHOLDERS  
DESIRE. IN ACCORDANCE WITH THE BY-LAWS HEREOF.

ARTICLE VII: INITIAL DIRECTORS

THE NAME AND STREET ADDRESS OF THE FIRST BOARD OF DIRECTORS IS AS  
FOLLOWS:

NAME  
GHOLAMREZA DARVISH

ADDRESS  
14575 W. DIXIE HIGHWAY  
N. MIAMI, FLORIDA 33160

ARTICLE VIII: SUBSCRIBERS

THE NAME AND STREET ADDRESS OF THE SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION IS AS FOLLOWS:

NAME  
GHOLAMREZA DARVISH

ADDRESS  
14575 W. DIXIE HIGHWAY  
N. MIAMI, FLORIDA 33160

ARTICLE IX: AMENDMENT

THESE ARTICLE OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS. PROPOSED BY THEM TO THE STOCKHOLDERS. AND APPROVED AT A STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCKHOLDERS.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND SEAL THIS

11th DAY OF august, 1995

  
\_\_\_\_\_  
(SEAL)

STATE OF FLORIDA )

)SS

COUNTY OF BROWARD )

I HEREBY CERTIFY THAT ON THIS DATE, BEFORE ME, A NOTARY PUBLIC  
DULY AUTHORIZED IN THE STATE AND COUNTY ABOVE NAMED TO TAKE  
ACKNOWLEDGEMENTS, PERSONALLY APPEARED

GHOLAMREZA DARVISH

TO ME KNOWN TO BE THE PERSON DESCRIBED AS SUSCIBER IN AND WHO DID  
EXECUTE THE FOREGOING ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL THIS 11<sup>th</sup> DAY OF  
August, 1995.

*Frederick W. Hoffmeier*  
NOTARY PUBLIC-STATE OF FLORIDA

MY COMMISSION EXPIRES:



FREDERICK W. HOFFMEIER  
MY COMMISSION # CC332268 EXPIRES  
December 18, 1997  
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA )

)SS

COUNTY OF BROWARD )

I HEREBY CERTIFY THAT ON THIS DATE, BEFORE ME, A NOTARY PUBLIC,  
DULY AUTHORIZED IN THE STATE AND COUNTY ABOVE NAMED TO TAKE  
ACKNOWLEDGEMENTS, PERSONALLY APPEARED

GHOLAMREZA DARVISH

TO ME KNOWN TO BE THE PERSON DESCRIBED AS REGISTERED AGENT AND WHO  
DID HEREBY ACCEPT AS REGISTERED AGENT.

WITNESS MY HAND AND OFFICIAL SEAL THIS 11th DAY OF

August, 1995.

Frederick W. Hoffmeier  
NOTARY PUBLIC-STATE OF FLORIDA

MY COMMISSION EXPIRES:



FREDERICK W. HOFFMEIER  
MY COMMISSION # CC332268 EXPIRES  
December 18, 1997  
BONDED THRU TROY FAIR INSURANCE, INC

I, GHOLAMREZA DARVISH THE UNDERSIGNED DO ACKNOWLEDGE THAT I AM  
FAMILIAR WITH THE DUTIES AND RESPONSIBILITIES AS A REGISTERED AGENT FOR  
A CORPORATION, AND AS SUCH, DO HEREBY ACCEPT AS REGISTERED AGENT FO

D & A MANAGEMENT, INC.

Rosa Darvish (SEAL)