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SEMET, LICKSTEIN, MORGENSTERN, BERGER, FRIEND, BROOKE & GORDON, P.A.

SUTTH 1200 201 ALHAMBRA CIRCLII CORAL GABLIS, FLORIDA 33134 (305) 444-1400

January 24, 1996

FRID K, LICKSTEIN
LEE A, MILLSS
MELVIN C, MORGINSTERN
RONALD G, NEWMRTHS
HONALD PETER ROMAN
BARRY N, SEMET
MARC J, STERNBAUM
FRANK P, TERZO
SYDNEY S, THAUM, P.A.S
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Division of Corporations P. O. Box 5588 Tallahassee, Florida 32314

Re: DMD LABS, INC.

11-04-96

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of DMD Labs, Inc. together with our check in the amount of \$122.50 representing the fee for filing the Articles. Please forward a certified copy to us as soon as possible.

If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,

Barry N. Semet For the Firm

enclosures

CHASIGN OF CORPORATIONS

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WY.30 ALD

PAUL B. BERGER

MYRNA D. BRICKERS

BTEVEN R. BADWAISTEIN®

PETER M. BROOKE

DAVID A. PRIEDMAN

NICHARD E. FRIEND

PERSONAL E. LEGER

HOWARD W, GORDON

ARTICLES OF INCORPORATION OF

EFFECTIVE DATE

DMD LABS, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of

the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is DMD LABS, INC.

ARTICLE II

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE III

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV

The street address of the initial registered office of the corporation is 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134 and the initial registered agent of the corporation at that address is Barry N. Semet.

ARTICLE Y

The mailing address of the corporation is located at 5805 Blue Lagoon Drive, Suite 170, Miami, Florida 33126.

ARTICLE YI

The name and street address of the members of the first Board of Directors of the corporation who shall hold office for the first year of the corporation's existence or until a successor(s) is elected and has qualified are:

Name	Address
Lenny Garfinkel	5805 Blue Lagoon Drive, Suite 170 Miami, Florida 33126
Melvyn Gober	5805 Blue Lagoon Drive, Suite 170 Miami, Florida 33126
Henry Tie Shue	5805 Blue Lagoon Drive, Suite 170 Miami, Florida 33126

ARTICLE VII

The name and street address of the incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
Barry N. Semet	201 Alhambra Circle, Suite 1200 Coral Gables, Florida 33134

ARTICLE VIII

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

Barry N. Semet, Pacorporator
STATE OF FLORIDA)):ss COUNTY OF DADE)
The foregoing instrument was acknowledged before me this 24th day of January, 1996
by Barry N. Semet, 🗷 who is personally known to me or 🗆 who has produced
as identification.
Notary Public, STATE OF FLORIDA Print Name: My Commission Expires: My Commi

CERTIFICATE DESIGNATING RESIDENT AGENT AND REGISTERED OFFICE

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

DMD LABS, INC., desiring to organize under the laws of the State of Florida, hereby designates Barry N. Semet its registered agent and 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134 as its registered office.

ACCEPTANCE

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.

Barry (N. Semet)

(Registered-Agent)

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