

LAW OFFICE
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ATTORNEY AT LAW

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March 26, 1996

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Secretary of State
Division of Corporations
Corporate Records Bureau
Room 2001, The Capitol
Tallahassee, FL 32301

Re: Drek Management Corp.

Dear Sir/Madam:

Please find enclosed my check in the sum of \$122.50 (filing fee, resident agent fee, certified copy cost) together with the original and one copy of the Articles of Incorporation of Drek Management Corp.

Please file the Articles and return a copy together with a certified copy of the Charter.

Thank you for your prompt attention to this matter.

Very truly yours,



ALAN E. GREENFIELD

encls: (as stated)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -8 PM 3:13

4/9/96

**ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -3 PM 3:13

DREK MANAGEMENT CORP.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms this corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is name of corp **DREK MANAGEMENT CORP.**

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America, and of this State.

ARTICLE III. CAPITAL STOCK

The total number of shares of capital common stock authorized to be issued by the Corporation will be Five Hundred (500) shares having a par value of one dollar (\$1.00) per share. Each of the said shares of common stock will entitle the holder thereof to one (1) vote at any meeting of stockholders.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V. ADDRESS

The street address of the initial registered office and corporate office of this corporation is 2600 Douglas Road, Suite 911-Douglas Centre, Coral Gables, Florida 33134, address and the name of the initial registered agent of this corporation at that address is ALAN E. GREENFIELD.

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall initially have three directors. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:


Cliff R. Bodden, President
Secretary and Treasurer

Corporate Centre at Safehaven
West Bayroad
31450 SMB
Grand Cayman, Cayman Islands
British West Indies

ARTICLE VII. SUBSCRIBERS

The name and street address of each person signing these Articles of Incorporation as a subscriber is: Cliff R. Bodden, Corporate Centre at Safehaven, West Bayroad, 31450 SMB, Grand Cayman, Cayman Islands, British West Indies

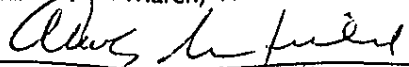
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of March, 1996.


CLIFF R. BODDEN

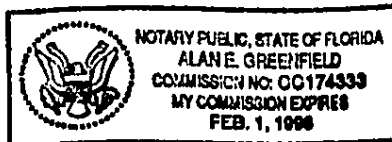
STATE OF FLORIDA)
)SS.
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public authorized in the State and County named to take acknowledgments, personally appeared CLIFF R. BODDEN, to be known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal, this 20th day of March, 1996.


Name: ALAN E. GREENFIELD
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE.

MY COMMISSION EXPIRES:



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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act;

FIRST - that **DREK MANAGEMENT CORP.** desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has named **ALAN E. GREENFIELD** as its agent to accept service of process within the State.

STATE OF FLORIDA)
)SS.
COUNTY OF DADE)

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said business.

By: 
ALAN E. GREENFIELD

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DIVISION OF CORPORATIONS
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