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PUBLIC ACCESS SYSTEM  
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TO: DIVISION OF CORPORATIONS FROM: DEBRET ENTERPRISES LIMITED, INC.  
DEPARTMENT OF REVENUE 1412 N. FLORIDA AVE.  
TALLAHASSEE, FL 32309-0000 MIAMI, FL 33136-0024010  
FAX: (904) 922-4000 CONTACT: RAY UORMONT  
PHONE: (305) 541-3094  
FAX: (305) 541-3770

((H960000005007)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: DEBRET ENTERPRISES LIMITED, INC.  
FAX AUDIT NUMBER: H960000005007 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 04/09/1996 TIME REQUESTED: 10:17:11  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
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TALLAHASSEE, FLORIDA

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R.A. Acord  
6/15

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10:10:48



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
*Secretary of State*

**April 9, 1996**

**EMPIRE CORPORATE KIT COMPANY**

**MIAMI, FL**

**SUBJECT: DEBRETT ENTERPRISES LIMITED, INC.**  
**REF: W96000007642**

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document must contain written acceptance by the registered agent, (i.e. "I heraby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

**Loria Poole**  
**Corporate Specialist**

**FAX Aud. #: H96000005007**  
**Letter Number: 496A00016200**

FILED

APR 9 1996

SECRET  
FBI  
FEDERAL BUREAU OF INVESTIGATION  
U.S. DEPARTMENT OF JUSTICE

ARTICLES OF INCORPORATION  
OF  
DEBROTT ENTERPRISES LIMITED, INC.

ARTICLE I

NAME

The name of the Corporation is Debrott Enterprises Limited, Inc.

ARTICLE II

TERM OF CORPORATE EXISTENCE

The corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State. The principal place of business of this corporation is: 520 Brickell Key Drive, Miami, Florida 33131.

ARTICLE III

PERMITTED ACTIVITY

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be One Thousand (1,000) shares of voting common stock with \$1.00 par value.

Prepared by:

STEPHEN A. FREEMAN  
Fla. Bar No. 146795  
Freeman, Newman & Butterman  
520 Brickell Key Drive, O-305  
Miami, Florida 33131  
(305) 358.5800



ARTICLE VIII

INCORPORATOR

The name and address of the incorporator is: Stephen A. Freeman, 520 Brickell Key Drive, Suite 0-105, Miami, Florida 33131.

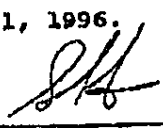
ARTICLE IX

INDEMNIFICATION

Every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suite or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 10th day of April, 1996.

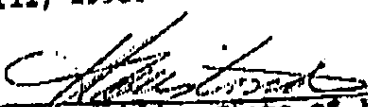
  
Stephen A. Freeman

146000005007

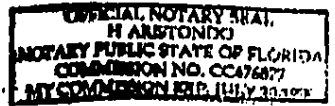
STATE OF FLORIDA }  
COUNTY OF DADE }


BEFORE ME, the undersigned authority, personally appeared  
STEPHEN A. FREEMAN, personally known to me to be the person who  
executed the foregoing Articles of Incorporation and he  
acknowledged before me according to law, that he made and  
subscribed the same for the purpose therein mentioned and set  
forth.

WITNESS my hand and official seal in the county and State  
named above this 10th day of April, 1996.

  
Notary Public, State of Florida

My Commission Expires:



  
Stephen A. Freeman, Registered Agent

146000005007

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Debratt Enterprises Limited, Inc.
2. The name and address of the Registered agent and office is: Stephen A. Freeman, 520 Brickell Key Drive, Suite 6-305, Miami, Florida 33131.

Signature: \_\_\_\_\_

Stephen A. Freeman

Title: \_\_\_\_\_

Assistant Secretary

Date: \_\_\_\_\_

April 10, 1996

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 agreed to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature: \_\_\_\_\_

Stephen A. Freeman

Date: \_\_\_\_\_

April 10, 1996