1201 HAYS STREET TATLAHASSEL, EL 32301 901-222-9171 90 (-222-0393 TAX

800-342-8086



ACCOUNT NO. :

0721000000032

REFERENCE: 914923

4306424

600001777096

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE: April 11, 1996

ORDER TIME: 9:29 AM

ORDER NO. : 914923

CUSTOMER NO: 4306424

CUSTOMER: Debra E. Kirochner, Legal Asst

STEEL HECTOR & DAVIS

41st Floor, Ste. 4000 200 S. Biscayne Boulevard Miami, FL 33131-2398

DOMESTIC FILING

NAME:

DAFLOR CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION _____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY ____ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

OF

DAFLOR CORP.



ARTICLE I

NAME

The name of the corporation is DAFLOR CORP.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The corporation's principal office address is not known at this time. The corporation's mailing address is c/o Peninsula Registered Agents, Inc., 200 S. Biscayne Boulevard, Miami, Florida 33131.

ARTICLE III

DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence upon filing these Articles of Incorporation with the Department of State.

<u>ARTICLE IV</u>

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 10,000 shares of Common Stock of a par value of \$1.00 per share.

Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the Corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Board of Directors cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is Peninsula Registered Agents, Inc. The street address of the initial registered office of the corporation in the State of Florida is 200 S. Biscayne Boulevard, Miami, Florida 33131.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws, but shall never be less than one.

The names and addresses of the initial members of the Board of Directors are as follows:

Angela Calvo, c/o 200 S. Biscayne Boulevard, Miami, Florida 33131; and James Kirkland, c/o 200 S. Biscayne Boulevard, Miami, Florida 33131.

ARTICLE VIII

INCORPORATOR

The name and address of the sole incorporator to these Articles of Incorporation is Peninsula Registered Agents, Inc., 200 S. Biscayne Boulevard, Miami, Florida 33131.

ARTICLE IX

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, the incorporator, any officer or director of the corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of April, 1996.

PENINSULA REGISTERED AGENTS, INC.

By: Lebra Tuschner

Debra Kirschner, Vice President

MIA9510/56135-1

CERTIFICATE OF REGISTERED AGENT

<u>Q</u>E

DAFLOR CORP.

That DAFLOR 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 Dade, State of Florida, has named Peninsula Registered Agents, Inc., located at 200 S. Biscayne Boulevard, City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with all statutes relating to the proper and complete performance of all required duties, and is familiar with and accepts the obligations of the position as registered agent under Section 607.0505, Florida Statutes.

Dated this 10th day of April, 1996.

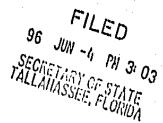
PENINSULA REGISTERED AGENTS, INC.

Debra Kirschner, Vice President

Document Number Only 3000011350303 -06/04/96--01116--029 +****87.50 +****87.50 CT CORPORATION SYSTEM Requestor's Name 660 East Jefferson Street Address Tallahassee, FL 32301 222-1092 Chy State Zlp Phone CORPORATION(S) NAME 2 () Profit ()/Amendment () NonProfit () Merger. ယူ () Limited Liability Co. () Dissolution/Withdrawal () Mark () Foreign) Other 😸 () Limited Partnership () Annual Report () Reinstatement () Reservation () Change of B.A. ≈ ()Fic. Name () Photo Coples () Certified Copy () CUS () Call When Ready () Call if Problem () After #:30= Pick Bo Walk In () Mall Out Flame Avallability PLEASE RETURN EXTRA COPIES FILE STAMPED Döcument Examiner 6-4-96 Updater Veriller Acknowledgment/ W.P. Veriller

CR2E031 (1-89)

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



DAFLOR CORP.

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The Name of the corporation is Daflor Corp.

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Article XI of the Articles of Incorporation of the Corporation is hereby added to read as follows::

ARTICLE XI - PURCHASE, SALE AND MORTGAGE OF REAL PROPERTY

The power to purchase, sell and/or mortgage real property on behalf of the Corporation shall be vested in the Shareholders.

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The foregoing Amendment we the Florida Business Corporation Act directors and sole shareholder of the corporation, 1996. The nur	by the joint written consen	tions 607.0821 and 607.0704 of at of the members of the board of day of mendment was sufficient for
approval by the shareholders.		i these Articles of Amendment to
IN WITNESS WHEREOF, D be executed as of the day of day of	AFLOR CORP. Has caused	
	DAFLOR CORP.	
	By: γm / James Kirkland, Presi	Kiz/Klanddent