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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: EMPIRE CORPORATE COMPANY

DEPARTMENT OF STATE

1402 W. FLAGLER

STATE OF FLORIDA

SUITE 200

400 EAST GONZALEZ STREET

MIAMI FL 33131

FAX (904) 922-1234

CONTACT: RAY S. BORMON

PHONE (305) 541-3664

FAX: (305) 541-3770

((H90000006994))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: DESIGN CONSULTANTS INTERNATIONAL, INC.

FAX AUDIT NUMBER: H90000006994

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/17/1996

TIME REQUESTED: 11:13:33

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 0

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003255

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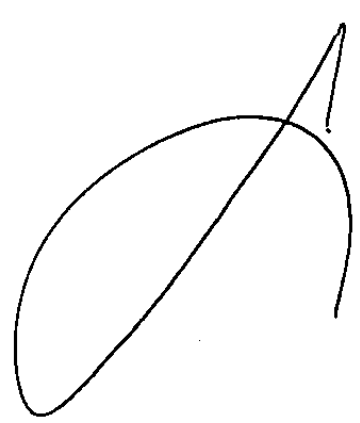
ENTER SELECTION AND <OR>:

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NUM CAPS Connect: 00:08:0

FILED
96 MAY 17 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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96 MAY 17 PM 12:58
DIVISION OF CORPORATIONS

 5/17/96

ARTICLES OF INCORPORATION

OF

DESIGN CONSULTANTS INTERNATIONAL, INC.

The undersigned Incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida in accordance with Section 607.0202, Florida Statutes.

ARTICLE I

CORPORATE NAME

The name of this Corporation is:

Design Consultants International, Inc.

ARTICLE II

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

James D. Payer, J.D., C.P.A.
299 Alhambra Circle, Suite 221
Coral Gables, Florida 33134
Cort No. 0027934
(305)444-4143

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TALLAHASSEE, FLORIDA

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CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One (\$1.00) Dollar per share.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED AND PRINCIPAL OFFICE

The Registered Agent and the street address of the initial registered and principal office of this Corporation in the State of Florida shall be:

James D. Payer, J.D., C.P.A.
299 Alhambra Circle
Suite 221
Coral Gables, Florida 33134

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

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Board of Directors, but shall never be less than one (1).

ARTICLE VII

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INITIAL DIRECTOR

The name of the Initial Director of this Corporation and his street address is:

JUAN A. HERRERA
c/o James D. Payer, J.D., C.P.A.
299 Alhambra Circle, Suite 221
Coral Gables, Florida 33134

The person named as Initial Director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

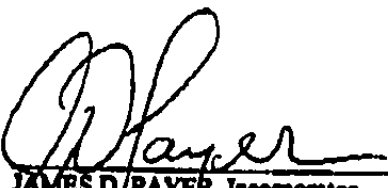
ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator are:

JAMES D. PAYER, J.D., C.P.A.
299 Alhambra Circle, Suite 221
Coral Gables, Florida 33134

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 16 day of May, 1996.



JAMES D. PAYER, Incorporator

H96000006994

H96000006994

STATE OF FLORIDA)
) ss.:
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared JAMES D. PAYER, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida this 16th day of May, 1996.


NOTARY PUBLIC
State of Florida At Large

(SEAL)

My Commission:

MARIA D. CAMPO
Notary Public, State of Florida
No. OC 801088
Commission Expires October 11, 1998

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**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 607.0501 Florida Statutes, the following is submitted in compliance with
said Act:

That Design Consultants International, INC., desiring to organize under the laws of the State
of Florida, with its principal office, as indicated in the Article of Incorporation at Miami, County of
Dade, State of Florida, has named JAMES D. PAYER, J.D., C.P.A. located at 299 Alhambra Circle,
Suite 221, Coral Gables, 33134 County of Dade, State of Florida, as its agent to accept service of
process within the state.

ACKNOWLEDGMENT

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

Dated this 16th day of May, 1996.


JAMES D. PAYER

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96 MAY 17 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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P96000042492

JUN-18-1996 15:37
6/14/96

EMPIRE CORPORATE KIT
FLORIDA DIVISION OF CORPORATIONS
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12:33 PM

(((H96000008389))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1402 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 3309-
TALLAHASSEE, FL 32309 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H96000008389))) DOCUMENT TYPE: BASIC AMENDMENT
NAME: DESIGN CONSULTANTS INTERNATIONAL, INC.
FAX AUDIT NUMBER: H96000008389 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/14/1996 TIME REQUESTED: 12:33:13
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 2 METHOD OF DELIVERY: FAX
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96 JUN 18 PM 4: 27
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Amend
LFT

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96 JUN 18 PM 4: 04

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6/14/96

EMPIRE CORPORATE KIT
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(((H96000008369))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33136- 3309-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3894
FAX: (305) 541-3770

(((H96000008369))) DOCUMENT TYPE: BASIC AMENDMENT
NAME: DESIGN CONSULTANTS INTERNATIONAL, INC.
FAX AUDIT NUMBER: H96000008369 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/14/1996 TIME REQUESTED: 12:33:13
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 2 METHOD OF DELIVERY: FAX
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00580, 00587, 00664, 00671

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JUN 18 PM 4: 27
96
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

96 JUN 14 PM 1: 24

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 14, 1996

DESIGN CONSULTANTS INTERNATIONAL, INC.
299 ALHAMBRA CIRCLE
SUITE 221
CORAL GABLES, FL 33134

SUBJECT: DESIGN CONSULTANTS INTERNATIONAL, INC.
REF: P96000042492

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

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

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) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H96000008369
Letter Number: 396A00029774

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96 JUN 18 PM 4: 27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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96 JUN 18 PM 4:27

SECRET
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

DESIGN CONSULTANTS INTERNATIONAL, INC.

P96000042492

Article VII of the articles of incorporation of DESIGN CONSULTANTS INTERNATIONAL, INC was amended by the corporation's board of directors on June 13th 1996. The corporation is filing these articles of amendment to articles of incorporation pursuant to F.S. 607.0602.

1. The name of the corporation is DESIGN CONSULTANTS INTERNATIONAL, INC.
2. Article VII of the articles of incorporation of DESIGN CONSULTANTS INTERNATIONAL, INC, was amended as follows:

ARTICLE VII
INITIAL DIRECTOR

The name of the Directors of this Corporation and their street addresses are:

JUAN A. HERRERA
9911 SW 4th Street
Miami, Florida 33174

JUAN ORLANDO GOMEZ
4520 Alton Road
Miami Beach, Florida 33140

3. The foregoing amendment to articles of incorporation was duly adopted by the board of directors on June 13th 1996, and shareholder action was not required.

In witness whereof, the undersigned Director of this corporation has executed these articles of amendment on June 13th 1996.


Juan A. Herrera, Director

PREPARED BY:
James D. Payer
FBN. 60127
299 Alhambra Circle #221
Coral Gables, FL 33134
305-444-4143

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