



**ARTICLES OF INCORPORATION  
OF  
DEVOLUTION, INC.**

FILED  
06 MAY 24 PM 12:35  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this Corporation is DEVOLUTION, INC. and its address is 2600 S.W.  
Third Avenue, Suite 800, Miami, FL 33129.

**ARTICLE II - DURATION**

This Corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue 500 shares of one (\$1.00) dollar par value  
common stock, which shall be designated "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of this Corporation is Corporation Company  
of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami,  
Florida 33131.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have four (4) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
SETH A. HORAN	403 Darwin Drive Snyder, NY 14226
JOSEPH PERRONE	5600 S.W. 11th Terrace Miami, FL 33143
SENECA KONTURAS	1308 Drexel Avenue, Apt. 201 Miami Beach, FL 33139
MICHAEL I. FALK	7225 S.W. 53rd Court Miami, FL

#### ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

#### ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.


#### ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Jill B. Zammis and her address is 201 S. Biscayne Boulevard, 1500 Miami Center, Miami, FL 33131.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23<sup>rd</sup> day of May, 1996.

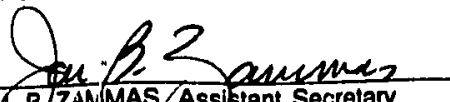
  
Jill B. Zannas, Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 23<sup>rd</sup> DAY OF MAY, 1996.

CORPORATION COMPANY OF MIAMI

By   
JILL B. ZANNAS, Assistant Secretary  
for CORPORATION COMPANY OF MIAMI  
(Registered Agent)

FILED  
96 MAY 24 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA