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O: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: DEPOSITORY SERVICES, INC.

AUDIT NUMBER.....H96000016561

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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**ARTICLES OF INCORPORATION
OF
DEPOSITORY SERVICES, INC.**

THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

DEPOSITORY SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :
6363 N.W. 6 WAY, SUITE 210
FT. LAUDERDALE, FL 33309

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares having a par value of ONE DOLLAR (1.00) per share.

ARTICLE IV INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

RICHARD W. DEAN
6363 N.W. 6 WAY, SUITE 210
FT. LAUDERDALE, FL 33309

ARTICLE V INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

RICHARD W. DEAN
6363 N.W. 6 WAY, SUITE 210
FT. LAUDERDALE, FL 33309

These Articles of Incorporation Prepared By:
Richard W. Dean, P.A.
6363 N.W. 6 Way Suite 210
Fl. Lauderdale, FL 33309
(954) 776-1001
Florida Bar Number 362263

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ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:

**RICHARD W. DEAN
6363 N.W. 6 WAY, SUITE 210
FT. LAUDERDALE, FL 33309**

The undersigned has (have) executed these Articles of Incorporation this date: **NOVEMBER 22, 1996**

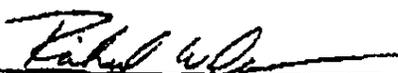

RICHARD W. DEAN, Incorporator

**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: **DEPOSITORY SERVICES, INC.**
- 2. The name and address of the registered agent and office is: **RICHARD W. DEAN
6363 N.W. 6 WAY, SUITE 210
FT. LAUDERDALE, FL 33309**

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SIGNATURE 
TITLE: **PRESIDENT**

DATE: NOVEMBER 22, 1996

Having been named Registered Agent 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 agree 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.


Registered Agent

NOVEMBER 22, 1996
Date

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 19, 1997

DEPOSITORY SERVICES, INC.
C/O RICHARD W. DEAN
6363 NW 8 WAY, SUITE 210 - 2500 Military Trail STE 160
FT LAUDERDALE, FL 33309 Boca Raton, FL 33431

SUBJECT: DEPOSITORY SERVICES, INC.
Ref. Number: P96000095799

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Ref. Number: P96000095799

The enclosed letter and attachments, if any, were returned to this office by the United States Postal Service due to an incorrect mailing address. Because our records reflect you are associated with this entity, we are forwarding these documents to you for appropriate handling.

To insure this entity receives any future notices, it is imperative that this entity notify this office of its correct mailing address. Please mail the change of address notice to:

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Your anticipated cooperation is appreciated.

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