



THE UNITED STATES  
CORPORATION  
COMPANY

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STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 219356 80335A

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pizut*

ORDER DATE : January 13, 1997

ORDER TIME : 10:02 AM

ORDER NO. : 219356-005

CUSTOMER NO: 80335A

EFFECTIVE DATE

*1-10-97*

100002055431--6

CUSTOMER: Ms. Michelle Figueredo  
ROBERT V. FITZSIMMONS, P A

Suite 404  
3250 Mary Street  
Miami, FL 33133

DOMESTIC FILING

NAME: DESIGN TECHNOLOGIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS

*DT*  
*1/13/97*

ARTICLES OF INCORPORATION  
OF

Design Technologies, Inc.

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is Design Technology, Inc. The corporation's initial principal place of business shall be 46 Malaga Avenue, Coral Gables, Florida 33134.

ARTICLE II

Duration and Existence

This corporation shall exist perpetually. The existence of the corporation shall commence on the date of execution of these articles, if filed with the Florida Secretary of State within 5 days thereafter.

ARTICLE III

Nature of Business

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

ARTICLE IV

Mailing Address

The initial mailing address of the corporation is 46 Malaga Avenue, Coral Gables, Florida 33134.

## ARTICLE V

### Capital Stock

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock each having \$1.00 par value.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

## ARTICLE VI

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 3250 Mary Street, Suite 404, Coconut Grove, Florida 33133 and the name of the initial registered agent of this corporation is Robert V. Fitzsimmons at that address.

## ARTICLE VII

### Directors

(a) Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Initial Director. The name and street address of the members of the first board of directors of the corporation is:

<u>Name</u>	<u>Street Address</u>
Mary Frances Howard	46 Malaga Avenue Coral Gables, Florida 33134

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and condition upon shall be paid. Any director of the corporation may also serve the corporation in nay other capacity and receive compensation therefor in any form.

#### ARTICLE VIII

##### Indemnification

The Corporation shall indemnify to the full extent permitted under and in accordance with the laws of the State of Florida any person made or threatened to be made party to an action, suit or proceeding, whether criminal, civil, administrative or investigate, by reason of the fact that he, his heirs, executors and assigns is or was a director, officer, employee or agent of the Corporation or is or was serving, at the request of the Corporation, as director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

#### ARTICLE IX

##### Bylaws

This initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

#### ARTICLE X

##### Incorporator

The name and street address of the incorporator of this corporation are:

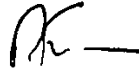
Robert V. Fitzsimmons  
3250 Mary Street, Suite 404  
Coconut Grove, Florida 33133

ARTICLE XI

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles on January 10, 1997.



Robert V. Fitzsimmons

STATE OF FLORIDA     )  
                                      ) SS:  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me on this 10th day of January by Robert V. Fitzsimmons, who is personally known by me.



  
Notary Public, State of Florida

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

**Design Technologies, Inc.** desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 46 Malaga Avenue, Coral Gables, Florida 33134 has designated Robert V. Fitzsimmons of 3250 Mary Street, Suite 404, Coconut Grove, Florida 33133 as resident agent to accept service of process within Florida.



Robert V. Fitzsimmons, Incorporator

Dated:

1/10/97

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 I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Robert V. Fitzsimmons  
Registered Agent

Date:

1/10/97

TALLAHASSEE, FLORIDA

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