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ACCOUNT NO. : 072100000032

REFERENCE: 247455 162199A

AUTHORIZATION :

COST LIMIT : \$ PRE-PAID

ORDER DATE: February 4, 1997

ORDER TIME : 9:43 AM

ORDER NO. : 247455-005

CUSTOMER NO: 162199A

CUSTOMER: Ms. Trudy Shore

RICK M. MORSE, CPA, P.A.

Suite 204

7800 N. University Drive

Tamarac, FL 33321

DOMESTIC FILING

NAME:

DESIGN MANAGEMENT INTERNATIONAL, INC.

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: Kathy Drake

EXAMINER'S INITIALS:

2-4-97

97 FEB -4 PH 2: 03
SECRETARY OF STATE
AHASSEE, FLORIDA

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RECEIVED

97 FEB -4 AM ID: 40

DIVISION OF CORPORATION



ARTICLES OF INCORPORATION

OF

DESIGN MANAGEMENT INTERNATIONAL, INC.

ARTICLE I

NAME

The name of this Corporation shall be :

DESIGN MANAGEMENT INTERNATIONAL, INC.

ARTICLE II

PURPOSE

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

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$ 5 par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this corporation is:

600 GRAPETREE DRIVE SUITE 4DS KEY BISCAYNE, FL 33149

and the name of the initial registered agent of this corporation at the above address is:

600 GRAPETREE DRIVE SUITE 4DS KEY BISCAYNE, FL 33149

- 1 -

ARTICLE V

DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

CECILIA CHAVES-GREGG 600 GRAPETREE DRIVE SUITE 4DS KEY BISCAYNE, FLORIDA 33149

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles is:

CECILIA CHAVES-GREGG 600 GRAPETREE DRIVE SUITE 4DS KEY BISCAYNE, FLORIDA 33149

ARTICLE VII

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VIII

INDEMNIFICATION

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

ARTICLE IX

AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this and day of January

1997

STATE OF FLORIDA COUNTY OF BROWARD

I HEREBY CERTIFY that on this 2h DAY of CECILIA CHAVES-GREGG appeared before me the undersigned authority, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same, freely and voluntarily for the purpose therein expressed.

Notary Public

ss: My Commission Expires:



CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES. THE FOLLOWING IS SUBMITTED;

DESIGN MANAGEMENT INTERNATIONAL, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA.

WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF KEY BISCAYNE, FLORIDA HAS NAMED CECILIA CHAVES-GREGG AT 600 GRAPETREE DRIVE STE 4DS, KEY BISCAYNE, FLORIDA 33149 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE >

ORPORATE OFFICER

TITLE ×

DATE X // 24/97

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.

SIGNATURE

DATE

FILEU

F STATE FLORIDA