

P97000023043



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 288773 7110815

AUTHORIZATION :

Patricia Pajaro

COST LIMIT : \$ 122.50

FILED
97 MAR 11 AM 8:20
TALLAHASSEE
FLORIDA

ORDER DATE : March 11, 1997

ORDER TIME : 9:57 AM

ORDER NO. : 288773-005

288773-005

CUSTOMER NO: 7110815

CUSTOMER: Ms. Laura M. Fernandez
ADAMS GALLINAR IGLESIAS &
PALENZUELA, P.A.
Suite 2150
701 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

pronounced "Duma"
DEMA per client 3-13-97

NAME: DEMA, 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: W. Charles Earnest

EXAMINER'S INITIALS: _____

RECEIVED
97 MAR 11 AM 10:50
DIVISION OF CORPORATION

1097-5728
K.R. MAR 11 1997

K.R. MAR 13 1997

K.R. MAR 14 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 11, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: DEM, INC.
Ref. Number: W97000005728

RESUBMIT
Please give original
submission date as file date.

We have received your document for DEM, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 397A00012413

RECEIVED
97 MAR 13 AM 9:50
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

RECEIVED

97 MAR 13 PM 3:29

DIVISION OF CORPORATION

March 13, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: DEMA, INC.
Ref. Number: W97000005728

RESUBMIT

Please give original
submission date as file date.

DEMA, INC., AS IN DENIUM

We have received your document for DEMA, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 197A00012834

ARTICLES OF INCORPORATION
OF

DEMA, INC.

FILED
97 MAR 11 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is ^{DEMA, INC.} and its address is 7400 S.W. 50th Terrace, Suite 206, Miami, Florida 33155.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSES

The general purposes for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 7,500. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 7400 S.W. 50th Terrace, Suite 206, Miami, Florida 33155 and the name of its initial registered agent at such address is Edward E. Martino.

ARTICLE VI

DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one (1). The number of directors constituting the initial board of directors is one (1). The names and address of the persons who are to serve as members of the initial board of directors are:

Edward E. Martino

7400 S.W. 50th Terrace
Suite 206
Miami, Florida 33155

ARTICLE VII

INCORPORATOR

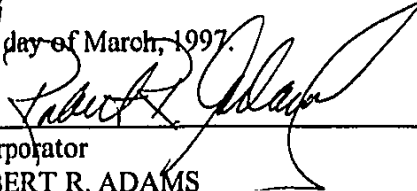
The name and address of the incorporator is:

Robert R. Adams
701 Brickell Avenue, Suite 2150
Miami, Florida 33131

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned, on the 10th day of March, 1997.


Incorporator
ROBERT R. ADAMS

STATE OF FLORIDA)

)ss:

COUNTY OF DADE)

BEFORE ME, personally appeared Robert R. Adams, to me well known to be the person described in and who subscribed the above Articles of Incorporation and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 10 day of March, 1997.



NOTARY PUBLIC
My Commissions Expires:



LAURA FERNANDEZ
MY COMMISSION # CC363104 EXPIRES
April 10, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Edward E. Martino

EDWARD E. MARTINO

RAW0643.WPD

FILED
97 MAR 11 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA