

(~~RECEIVED~~) LETTER OF TRANSMITTAL

P97000025317

Date 3/12/97

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

Re: THE DAVIR GROUP Inc.  
(name of corporation)

FILED  
97 MAR 17 PM 3:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

000002114730--1  
-03/17/97--01039--001  
\*\*\*\*122.50 \*\*\*\*122.50

David Allen  
(individual's name)  
DAVID ALLEN

THE DAVIR GROUP INC.  
(name of corporation)

Dmc  
3/20/97

MAILING ADDRESS OF CORPORATION		
144 ISLE DRIVE		
PALM BEACH GARDENS, FL.		
33418		
PHONE		
561	1691-0145	
Area Code	Number	Ext.

ARTICLES OF INCORPORATION

of  
THE DAVIR GROUP INC.  
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

FILED  
97 MAR 17 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

THE DAVIR GROUP INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED shares ( 100 ) of ONE Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>THE DAVIR GROUP INC.</u>		
ADDRESS	<u>144 ISLE DRIVE</u>		
CITY	<u>PALM BEACH GARDENS</u>	FLORIDA	ZIP <u>33418</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>DAVID ALLEN</u>		
ADDRESS	<u>144 ISLE DRIVE</u>		
CITY	<u>PALM BEACH GARDENS</u>	FLORIDA	ZIP <u>33418</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE ( 1 ) directors 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:


NAME	<u>DAVID ALLEN</u>		
ADDRESS	<u>144 ISLE DRIVE</u>		
CITY	<u>PALM BEACH GARDENS</u>	STATE <u>FL.</u>	ZIP <u>33418</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

# ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	DAVID ALLEN		
ADDRESS	144 ISLE DRIVE		
CITY	PALM BEACH GARDENS	STATE	FL. ZIP 33418
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 12th day of MARCH, 1997.

  
 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

FILED

97 MAR 17 PH 3:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE DAVIA GROUP INC.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 144 ISLE DRIVE  
PALM BEACH GARDENS, FL. 33418

has named DAVID ALLEN  
located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

David Allen  
(registered agent)