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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: DOUQUE INTERNERNATIONAL, INC.  
AUDIT NUMBER.....H97000005475  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION<sup>87</sup> APR -3 PM 12:44

⑤

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**DOUQUÉ INTERNATIONAL, INC.**

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name and address of this Corporation shall be:

Douqué International, Inc.  
520 Brickell Key Drive, Suite O-305  
Miami, Florida 33496

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue one hundred shares of Common Stock having a par value of \$0.01 per share.

This Instrument Prepared by:  
John S. Tenenholz, Esq.  
Florida Bar No. 694665  
Freeman, Buttermann & Haber  
520 Brickell Key Drive, Suite O-305  
Miami, Florida 33131  
(305) 374-3800

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**ARTICLE IV**

**TERM OF EXISTENCE**

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation in the State of Florida shall be:

520 Brickell Key Drive, Suite O-305  
Miami, Florida 33131

The name of the initial registered agent of this Corporation at that address shall be:

John S. Tenenholtz

**ARTICLE VI**

**BOARD OF DIRECTORS**

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have two directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

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**ARTICLE VII**

**DIRECTORS - NAMES AND STREET ADDRESSES**

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

Lodewijk J. Bröcker  
5030 Champion Blvd., Suite 6-190  
Boca Raton, Florida 22496

Cornelis A. Meijaard  
520 Brickell Key Drive, Suite O-305  
Miami, Florida 33131

**ARTICLE VIII**

**INCORPORATOR**

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

**NAME**

**STREET ADDRESS**

John S. Tenenholtz

520 Brickell Key Drive, Suite O-305  
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 2nd day of April, 1997.

  
\_\_\_\_\_  
John S. Tenenholtz, Incorporator

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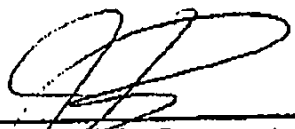
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DESIGNATION AND ACCEPTANCE  
OF

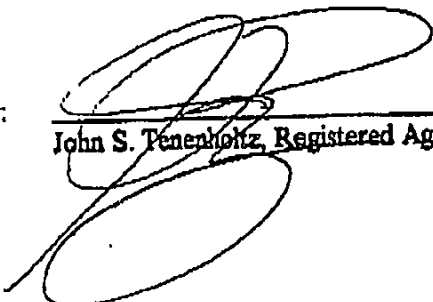
SEC. STATE  
TALLAHASSEE, FLORIDA

REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Douqué International, Inc. having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 520 Brickell Key Drive, Suite O-305, Miami, Florida, has named John S. Tenenholtz, located thereat as its registered agent to accept service of process within this state.

By:   
John S. Tenenholtz, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By:   
John S. Tenenholtz, Registered Agent