

P97000052962

LAW OFFICES
THOMAS V. SICILIANO, P.A.

980 NORTH FEDERAL HIGHWAY • SUITE 440
BOCA RATON, FLORIDA 33482

FLORIDA BAR BOARD CERTIFIED:
TAX LAW
WILLS, TRUSTS AND ESTATES

TELEPHONE
(561) 338-9990
TELECOPIER
(561) 338-3441

June 5, 1997

State of Florida
Department of Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

5:00:00 06/05/97 14:35 - 7
-06/05/97-01003-014
****122.50 ****122.50

Re: DEE, Inc.

Dear Sirs:

We enclose for filing two fully executed copies of the Articles of Incorporation for DEE, Inc. The Articles contain a designation of registered agent.

Please note that the effective date of the Articles is June 5, 1997. Therefore, we would appreciate your filing these Articles immediately upon receipt, effective as of that date.

Enclosed is a check in the amount of \$122.50, payable to the Florida Department of State, to cover the necessary filing fees, tax and charge for certified copy of the Articles. A reply envelope has been enclosed for your convenience.

Thank you in advance for your attention to this matter.

Very truly yours,

Thomas V. Siciliano *[Signature]*

Thomas V. Siciliano

TVS/jmc
enclosures
By Federal Express
cc: Mr. and Mrs. Michael J. DeLuca

JUN 9

BSB
502
W97-13407

LAW OFFICES
THOMAS V. SICILIANO, P.A.
980 NORTH FEDERAL HIGHWAY • SUITE 440
BOCA RATON, FLORIDA 33432

FLORIDA BAR BOARD CERTIFIED:
TAX LAW
WILLS, TRUSTS AND ESTATES

TELEPHONE
(561) 338 - 9990
TELECOPIER
(561) 338 - 3441

June 13, 1997

State of Florida
Department of Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: IDEO, Inc.
Your reference no. W97000013407

Dear Sirs:

We enclose for filing two fully executed copies of the Articles of Incorporation for IDEO, Inc. The Articles contain a designation of registered agent.

Please note that the effective date of the Articles is the date of filing. Therefore, we would appreciate your filing these Articles immediately upon receipt.

The filing fee in the amount of \$122.50, has been previously remitted and receipt acknowledged in your letter of June 9, 1997 (copy enclosed).

Thank you for your assistance.

Very truly yours,

Joan M. Comella

Joan M. Comella
Legal Assistant

/jmc
enclosures
By **Federal Express**
cc: Mr. and Mrs. Michael J. DeLuca

RECEIVED
97 JUN 16 PM 1:04
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 9, 1997

THOMAS V. SICILIANO, P.A.
980 NORTH FEDERAL HIGHWAY
SUITE 440
BOCA RATON, FL 33432

SUBJECT: DEE, INC.
Ref. Number: W97000013407

We have received your document for DEE, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 597A00030856

ARTICLES OF INCORPORATION
OF
IDEO, INC.

FILED
97 JUN 16 PM 1:04
TALLAHASSEE STATE
FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby makes and subscribes the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is IDEO, INC.

ARTICLE II. DURATION

The existence of this corporation shall commence on the date of filing of these Articles of Incorporation, and thereafter this corporation shall have perpetual existence.

ARTICLE III. PURPOSE

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this State.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares of common stock, each share having a par value of One Dollar (\$1.00). The shares shall

not be divided into classes, nor may this corporation issue preferred stock without an amendment to these Articles of Incorporation.

ARTICLE V. PRINCIPAL OFFICE

The principal office or mailing address of this corporation is 484 S.W. 6th Avenue, Boca Raton, Florida 33486.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation in the State of Florida is 484 S.W. 6th Avenue, Boca Raton, Florida 33486, and the name of the corporation's initial registered agent at that address is MICHAEL J. DeLUCA.

The Board of Directors may from time to time move the registered office to any other place in Florida, or designate another registered agent.

ARTICLE VII. DIRECTORS

The initial Board of Directors shall consist of two members. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one director. The names and addresses of the initial directors are:

MICHAEL J. DeLUCA
484 S.W. 6th Avenue
Boca Raton, FL 33486

JOAN S. DeLUCA
484 S.W. 6th Avenue
Boca Raton, FL 33486

ARTICLE VIII. INCORPORATOR

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

MICHAEL J. DeLUCA
484 S.W. 6th Avenue
Boca Raton, FL 33486

ARTICLE IX. INDEMNIFICATION

The corporation may indemnify and hold harmless its directors, officers, employees, agents or former directors, officers, employees, agents or other persons, to the full extent of its rights and powers to do so, as provided by the present and future laws of the State of Florida.

ARTICLE X. BYLAWS

The initial bylaws of this corporation shall be adopted by the Board of Directors. The bylaws may be repealed or amended, and new bylaws adopted, by either the Board of Directors or the shareholders.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any

amendment to them, and any right conferred upon the shareholders of this corporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 4 day of June, 1997.


MICHAEL J. DeLUCA

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing Articles of Incorporation were acknowledged before me this 4th day of June, 1997, by MICHAEL J. DeLUCA, who is personally known to me or who has produced his driver's license as identification.


NOTARY PUBLIC

My commission expires:



THOMAS V. SICILIANO
MY COMMISSION # CC301189 EXPIRES
July 16, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

FILED

97 JUN 16 PM 1:04

ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been designated to accept service of process for the above-stated corporation, at the place set forth above, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 48.091, Florida Statutes.


MICHAEL J. DeLUCA