

**TRANSMITTAL LETTER**

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

000002244330--3  
-07/22/97--01121--018  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

**SUBJECT:** NOVELLO DESIGNS INC  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00       \$78.75  
Filing Fee      Filing Fee  
                  & Certificate

\$122.50  
Filing Fee  
& Certified Copy

**ADDITIONAL COPY REQUIRED**

FROM: MERCEDES A. GARCIA  
Name (Printed or typed)

10968 MAIN ST. ATL. DRIVE

---

### Address

COOPER CITY, FL 33026

City, State & Zip

954-929-9700

**Buytinio Telephone number**

97 JUL 22 AM 11:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

西周

FILED

97 JUL 22 AM 11:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

NOVELLO DESIGNS INC

ARTICLE I

The name of this Corporation shall be:

NOVELLO DESIGNS INC

ARTICLE II

This Corporation may engage in the transaction of any or all lawfull business for which a Corporation may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE III

The maximun number of shares of stock wich the Corporation is authorized to have outstanding at any time shall be 100 shares of commonstock, with a par value of \$ 1.00 per share.

ARTICLE IV

The shareholders of this Corporation shall have preemtive rights to acquire unissued of treasury shares of the Corporation or securities of the Corporation convertible into carrying a right to or acquire shares.

ARTICLE V

This Corporation is to have perpetual existence.

ARTICLE VI

The principal office of this Corporation shall be located at:

10968 MAIN SAIL DRIVE  
COOPER CITY, FL 33026

with the Corporation retaining the power of moving its office to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors, with branch offices in such other cities or countries as may from time to time be authorized by its Board of Directors.

ARTICLE VII

The initial registered office of this Corporation shall be at:

10968 MAIN SAIL DRIVE  
COOPER CITY, FL 33026

The initial registered agent at such address shall be:

MERCEDES A. GARCIA

ARTICLE VIII

This Corporation shall at all times have at least one (1) Director who shall conduct the business of the Corporation as a Board of Directors. The stockholders of this Corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the Corporation.

ARTICLE IX

The name and address of the members of the First Board of Directors who shall hold office until the first annual meeting of shareholders and or until their earlier resignation, removal from office, or death are:

MERCEDES A. GARCIA: 10968 MAIN SAIL DRIVE  
COOPER CITY, FL 33026

ARTICLE X

The name and addresses of the incorporators are:

MERCEDES A. GARCIA: 10968 MAIN SAIL DRIVE  
COOPER CITY, FL 33026

ARTICLE XI

The by-laws of this Corporation may be created, amended, changed or replaced by either the stockholders or the Directors of the Corporation at any duly scheduled special meeting called for that purpose.

I, the undersigned, do hereby subscribe, acknowledge and file these Articles of Incorporation, hereby certify that the facts herein stated are true and correct and accordingly hereto set my hand and seal

this 16 day of JULY 19 97.

X

Mercedes A. Garcia

MERCEDES A. GARCIA

FILED

97 JUL 22 AM 11:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office registered agent, in the State of Florida.

1. The name of the Corporation is:

NOVELLO DESIGNS INC

2. The name and address of the registered agent and office is:

MERCEDES A. GARCIA: 10968 MAIN SAIL DRIVE  
COOPER CITY, FL 33026

Signature Mercedes A de Garcia  
Agent

Date 07-16-97

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity, I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

X Signature Mercedes A de Garcia  
MERCEDES A. GARCIA

Date 07-16-97