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NORMAN MALINSKI, P.A.

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SUITE 200

AVENTURA, FLORIDA 33180

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December 8, 1997

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

200002370972--6
-12/12/97--01089--011
****122.50 ****122.50

Re: Articles of Incorporation of DI-JON INTERNATIONAL, INC.

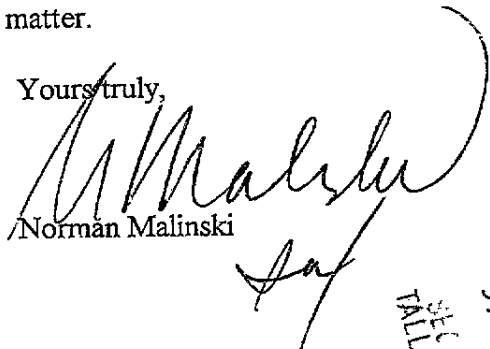
Gentlemen:

Enclosed for filing with your office are duplicate originals of the Articles of Incorporation of DI-JON INTERNATIONAL, INC.

I am enclosing my check in the amount of \$122.50 to cover the filing fee.

Thank you for your prompt attention to this matter.

Yours truly,


Norman Malinski

NM/sm

Enclosures

FILED
97 DEC 12 AM 8:14
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

12/15/97

**ARTICLES OF INCORPORATION
OF
DI-JON INTERNATIONAL, INC.**

**ARTICLE I
NAME**

DI-JON INTERNATIONAL, INC.

**ARTICLE II
DURATION**

This corporation shall commence its existence on the date of execution and acknowledgment of these Articles of Incorporation, and shall exist perpetually unless sooner dissolved according to law.

**ARTICLE III
PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

This Corporation is authorized to issue 500 shares of common stock, \$1.00 par value.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 2 South New River Drive West, Fort Lauderdale, Florida and the initial registered agent of this corporation is Dina Talerico. The street address of the corporation is 2 South New River Drive West, Fort Lauderdale, Florida.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

This Corporation will have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

Director:	Dina Talerico
	2 South New River Drive West
	Fort Lauderdale, Florida

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

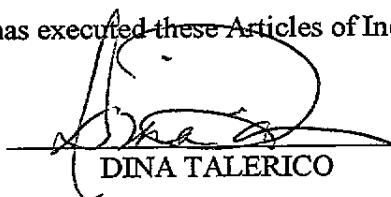
ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles is Dina Talerico, 2 South New River Drive West, Fort Lauderdale, Florida.

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9 day of December, 1997.


DINA TALERICO

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF ITS DUTIES.

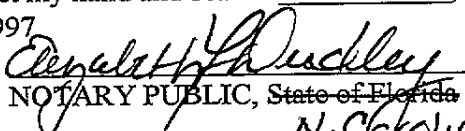
DATED THIS 9 DAY OF DECEMBER, 1997


DINA TALERICO

STATE OF N. Carolina
COUNTY OF Wake

BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared DINA TALERICO, known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of DI-JON INTERNATIONAL INC., and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in _____
aforesaid, this 9 day of December, 1997


NOTARY PUBLIC, State of Florida
N. Carolina

My commission expires: 12/31/98

FILED
97 DEC 12 AM 8:14
STATE OF FLORIDA
TALLAHASSEE, FLORIDA