

B. LESLIE SCHARFMAN

Attorney At Law
39 East 6th Street
Hialeah, Florida 33010
Tel: (305) 888-2844 Fax: (305) 883-6609

Handwritten: P9800007435

VIA PRIORITY MAIL

Handwritten: Return to
File ASAP

January 16, 1998
Attorneys' Title Insurance Fund
660 East Jefferson Street, Suite 220
Tallahassee, FL 32301
Attn: Barbara Keys

Tel: 800/848-7890

Re: Filing Articles of Incorporation for DIGA, Inc.

Dear Barbara:

I enclose the following:

- a. Articles of Incorporation and copy of same;
- b. Letter to Secretary of State;
- c. Check for \$70 to Secretary of State; and
- d. Check for \$15 to ATIF.

Please file the Articles on receipt and forward the date-stamped copy of the Articles to me by fax (305/883-6609), with the "hard copy" to follow as soon as possible.

Thank you in advance for your prompt attention to this matter.

Yours very truly,

Signature of B. Leslie Scharfman
B. LESLIE SCHARFMAN

Handwritten: 2/27/98
2098-1394

200002405992-3
-01/21/98-01016-003
*****70.00 *****70.00

FILED
98 JAN 23 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 JAN 21 AM 8:33
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
98 JAN 23 PM 1:19
DIVISION OF CORPORATION

January 21, 1998

ATTORNEYS TITLE INSURANCE FUND
660 EAST JEFFERSON ST
SUITE 200
TALLAHASSEE, FL 32301

SUBJECT: DIGA, INC.
Ref. Number: W98000001394

We have received your document for DIGA, INC.. However, the document has not been filed and is being returned for the following:

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 098A00003212

ARTICLES OF INCORPORATION
OF

DIGA of Miami, Inc.

FILED
98 JAN 23 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is "DIGA of Miami, Inc." Its place of business and mailing address is 5501 NW 7 Street, # E108, Miami, FL 33126.

ARTICLE II

The duration of this corporation is to be perpetual.

ARTICLE III

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV

The corporation shall have authority to issue 100 shares, all of one class, \$1.00 per share par value.

ARTICLE V

The street address of the initial registered agent is 39 East 6th Street, Hialeah, FL 33010.

The name of the corporation's registered agent at such address is B. Leslie Scharfman.

ARTICLE VI

The number of directors constituting the Board of Directors shall be fixed as provided by the bylaws, but shall number at least one.

ARTICLE VII

The initial Board of Directors is composed of two directors whose names and addresses are:

Roberto Diaz—5501 NW 7 Street, # E108, Miami, FL 33126.

Maria Gamez—5501 NW 7 Street, # E108, Miami, FL 33126.

ARTICLE VIII

The name and address of the incorporator are Maria Gamez —5501 NW 7 Street, # E108, Miami, FL 33126.

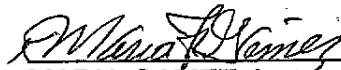
ARTICLE IX

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law currently in effect or hereinafter enacted.

ARTICLE X

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

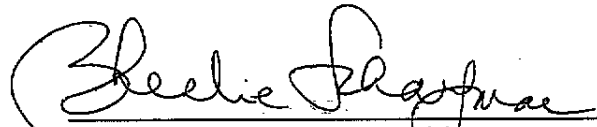
IN WITNESS WHEREOF I, Maria Gamez, being the Incorporator of this corporation, make and file these Articles of Incorporation this 16th day of January, 1998.



MARIA GAMEZ, Incorporator

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing Articles of Incorporation were sworn to, subscribed and acknowledged before me this 16th day of January, 1998, by MARIA GAMEZ, Incorporator, who produced a Florida Driver's License and did take an oath, for the purposes herein expressed.



Notary Public, State of Florida

My Commission Expires:



**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 : DIGA of Miami, Inc.
2. The name and address of the registered agent and office are:
Name: B. Leslie Scharfman, Esq.
Address: 39 East 6th Street, Hialeah, FL 33010

SIGNATURE 
TITLE: Registered Agent
DATE: January 16, 1998

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.

SIGNATURE 

FILED
98 JAN 23 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA