

P98000008100
WILLIAM D. KRAMER, P.A.

1838 40th Terrace SW ■ PO Box 990039 ■ Naples, FL 34116-6060 ■ 941-348-0272 ■ Fax: 941-348-0273

October 21, 1997

Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

600002327526--0
-10/23/97--01011--001
*****70.00 *****70.00

Dear Sir:

Enclosed is the original and one copy of the articles of incorporation for ACT INCORPORATED.

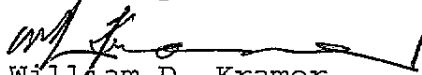
Also enclosed is a check in the amount of \$70.00 payable to Florida Secretary of State for the following fees:

1. Filing fee - \$35.00
2. Designate registered agent fee - \$35.00

Please file these articles and return a copy to:

WILLIAM D. KRAMER, P.A.
1838 40th Terrace SW
Naples, FL 34116

Sincerely,


William D. Kramer

Enclosures as stated.

WDK/76

FILED
98 JAN 27 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

115868
2/15/16
Tale. 76

WILLIAM D. KRAMER, P. A.

Attorney at Law

1838 40th Terrace SW ■ PO Box 990039 ■ Naples, FL 34116-6060 ■ 941-348-0272 ■ Fax: 941-348-0273

January 23, 1998

CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS
ATTN: DANA CALLOWAY
P. O. BOX 6327
TALLAHASSEE, FLORIDA 32314

DEAR MS. CALLOWAY:

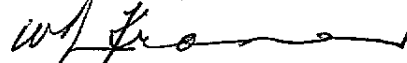
ENCLOSED IS THE ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION FOR **DIEHMUS, INC.** WITH ITS REGISTERED OFFICE AT 1838 40TH TERRACE SW, NAPLES, FLORIDA 34116.

THE FILING FEE HAS BEEN PAID PREVIOUSLY. SEE COPY OF YOUR OCTOBER 24, 1997 LETTER ATTACHED HERETO.

PLEASE FILE THESE ARTICLES AND RETURN A COPY TO:

WILLIAM D. KRAMER, P.A.
1838 40TH TERRACE SW
NAPLES, FLORIDA 34116

SINCERELY,



WILLIAM D. KRAMER

WDK/76

Copy w/encl. to:

GERHARD A. DIEHM
256 NAPA RIDGE WAY
NAPLES, FL 34119



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 24, 1997

WILLIAM D. KRAMER, P.A.
PO BOX 990039
NAPLES, FL 34116-6060

SUBJECT: ACT INCORPORATED
Ref. Number: W97000024269

RECEIVED

OCT 30 1997

WILLIAM D. KRAMER, P.A.

DIEHMUS, INC.

We have received your document for ACT INCORPORATED and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(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 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.

CONFLICTS WITH A.C.T., INC., DOCUMENT 145868, FILED 02/15/46, TALLAHASSEE, FL

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 997A00051942

10-31-97

Terry, please pick another name.

Bice

348-0272

ARTICLES OF INCORPORATION

of

DIEHMUS, INC.

FILED
JAN 27 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY FORMS AND ESTABLISHES A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE LOCATED AT 256 NAPA RIDGE WAY, NAPLES, FL 34119. ITS MAILING ADDRESS IS THE SAME.

ARTICLE I. NAME

THE NAME OF THIS CORPORATION IS DIEHMUS, INC.

ARTICLE II. DURATION

THIS CORPORATION SHALL EXIST FOR A PERPETUAL PERIOD OF TIME COMMENCING AT THE TIME OF THE FILING OF THESE ARTICLES OF INCORPORATION BY THE FLORIDA DEPARTMENT OF STATE.

ARTICLE III. PURPOSE

THIS CORPORATION IS FORMED TO TRANSACT ANY AND ALL LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE LAWS OF THE STATE OF FLORIDA INCLUDING BUT NOT BY WAY OF LIMITATION TO OPERATE AS A/AN: CONSULTANT.

ARTICLE IV. AUTHORIZED SHARES

THIS CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND (1000) SHARES OF COMMON STOCK HAVING A PAR VALUE OF ONE DOLLAR (\$1.00).

Articles of Incorporation for DIEHMUS, INC.
Dated January 23, 1998

ARTICLE V. REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 1838 40TH TERRACE SW, NAPLES, FLORIDA 34116 AND THE NAME OF THE REGISTERED AGENT OF THIS CORPORATION AT THIS ADDRESS IS WILLIAM D. KRAMER.

ARTICLE VI. BOARD OF DIRECTORS AND OFFICERS

THIS CORPORATION SHALL HAVE NO BOARD OF DIRECTORS INITIALLY. A BOARD OF DIRECTORS MAY BE ESTABLISHED AND THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY BY-LAWS ADOPTED BY THE SHAREHOLDERS. IN THE ABSENCE OF A BOARD OF DIRECTORS, THE POWERS AND CORPORATE DUTIES OF A BOARD OF DIRECTORS ARE TO BE PERFORMED BY THE PRESIDENT.

THE NAMES AND ADDRESSES OF THE INITIAL OFFICERS OF THE CORPORATION ARE:

PRESIDENT: GERHARD A. DIEHM
 256 NAPA RIDGE WAY
 NAPLES, FL 34119

VICE PRESIDENT: NONE

SECRETARY: INGEBORG DIEHM
 256 NAPA RIDGE WAY
 NAPLES, FL 34119

TREASURER: GERHARD A. DIEHM
 256 NAPA RIDGE WAY
 NAPLES, FL 34119

Articles of Incorporation for DIEHMUS, INC.
Dated January 23, 1998

ARTICLE VII. INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR OF THESE ARTICLES OF
INCORPORATION IS:

WILLIAM D. KRAMER
3671 1ST STREET SW
NAPLES, FLORIDA 34117

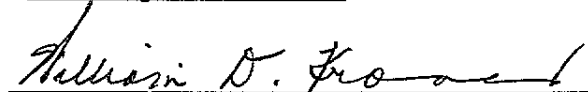
ARTICLE VIII. CUMULATIVE VOTING

CUMULATIVE VOTING IS PERMITTED ONLY IF AUTHORIZED IN THE
BY-LAWS.

ARTICLE IX. AMENDMENTS

THE CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY
PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY
AMENDMENTS TO THEM, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS
IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF THE UNDERSIGNED SUBSCRIBER HAS EXECUTED
THESE ARTICLES OF INCORPORATION ON January 23, 1998.


WILLIAM D. KRAMER

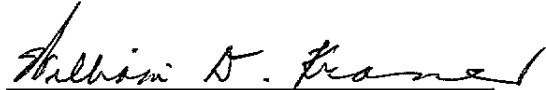
Articles of Incorporation for DIEHMUS, INC.
Dated January 23, 1998

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
FOR DIEHMUS, INC.:**

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED IN COMPLIANCE WITH SAID ACT: THAT, DIEHMUS, INC.,
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH
THE PRINCIPAL OFFICE AS DESIGNATED IN THE ARTICLES OF INCORPORATION
HAS NAMED WILLIAM D. KRAMER, ESQUIRE, 1838 40TH TERRACE SW, NAPLES,
FLORIDA 34116, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
THIS STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE
PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.


WILLIAM D. KRAMER, ESQ.
RESIDENT AGENT FOR
DIEHMUS, INC.

FILED
98 JAN 27 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA