

FEB-04-98 16:08 From: AKERMAN SENTERFITT

3053745095

T-529 P.01/08 Job-031

2/04/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

3:44 PM

((H98000002398 9))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: AKERMAN, SENTERFITT & EIDSON, P.A.

ACCT#: 075471001363

CONTACT: MARLA R MAYSTER

PHONE: (305)374-5600

FAX #: (305)374-5095

NAME: D & A SALES AGENCY INC.

AUDIT NUMBER.....H98000002398

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE... \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

COMPU.ASX ° VT102 ° FDX ° 9600 E71 ° LOG CLOSED ° PRINT OFF ° ON-LINE

PLEASE NOTE: THERE ARE 2 SETS OF ARTICLES OF INCORPORATION -

1. D & A SALES AGENCY INC.; and
2. TAURUS CONSULTANTS INC.

FILED
98 FEB -4 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

m 2/5/98

H98000002398

FILED

98 FEB -4 AM 8: 21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
D & A SALES AGENCY INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is D & A Sales Agency Inc., (hereinafter called the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is: c/o Bruce I. March, Esq., One S.E. 3rd Avenue, 28th Floor, Miami, Florida 33131.

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is one thousand (1,000) shares, \$1.00 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is: One S.E. 3rd Avenue, 28th Floor, Miami, Florida 33131. The name of the Corporation's initial registered agent at that office is: American Information Services, Inc.

Prepared by:
Jeffrey S. Bailey, Esq.
One S.E. 3rd Avenue, 28th Floor
Miami, Florida 33131
(305) 374-5600
Florida Bar No. 44873

H98000002398

H98000002398

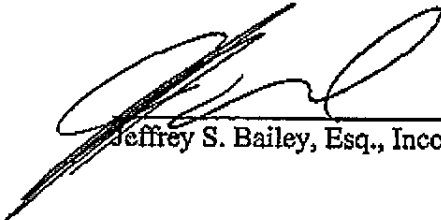
ARTICLE V
INCORPORATOR

The name and street address of the incorporator of the Corporation is: Jeffrey S. Bailey, Esq., One S.E. 3rd Avenue, 28th Floor, Miami, Florida 33131.

ARTICLE VI
INITIAL DIRECTOR

The initial director of the Corporation is Rami Chehata whose term shall continue until his successor shall have been elected and qualified or until his earlier resignation, removal from office or death.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 4th day of February, 1998.



Jeffrey S. Bailey, Esq., Incorporator

H98000002398

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of D & A Sales Agency Inc., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 4th day of February, 1998.

American Information Services, Inc.

By: Maria R. Mayster
Maria R. Mayster, Vice President

FILED
98 FEB -4 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA