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LAW OFFICE OF  
ROGER G. SABERSON, P.A.  
FILED

70 S.E. 4th Avenue  
Delray Beach, FL 33483

98 APR 10 AM 11:40

Telephone: (561) 272-8616

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 9, 1998

Ms. Linda Danser  
Lewis, Longman & Walker, P.A.  
125 South Gadsden Street  
Suite # 300  
Tallahassee, FL 32301

500002484805--8

-04/10/98-01025-021

\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation for Delray Imports, Inc.

Dear Linda:

Please find enclosed the following:

1. Original of the Articles of Incorporation and Designation of Registered Agent.
2. Our check in the amount of \$38.00 for your assistance in this matter and returning the certified copy of the Articles of Incorporation by Federal Express.
3. Our check in the amount of \$122.50 to the Secretary of State.

Please hand-carry the Articles of Incorporation to the Secretary of State's office, have them filed and return a certified copy to this office at your earliest convenience via Federal Express.

Thank you for your assistance in this matter.

Sincerely yours,

Roger G. Saberson

P.Hall

APR 10 1998

RECEIVED  
98 APR 10 AM 10:56  
DEPARTMENT OF REVENUE  
DIVISION OF TAXATION  
TALLAHASSEE, FLORIDA

Please call Cathy  
222-5702 if any questions  
or when ready to pick up. Thanks

**ARTICLES OF INCORPORATION**  
**OF**  
**DELRAY IMPORTS, INC.**

**FILED**  
**98 APR 10 AM 11:40**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

**NAME OF CORPORATION**

The name of this corporation shall be: Delray Imports, Inc.

**ARTICLE II**

**CAPITAL STOCK**

The authorized capital stock of the corporation shall be: 100 shares at no par value per share.

**ARTICLE III**

**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of this corporation's initial registered office is: 4664 Sunrise Blvd., Delray Beach, Florida, 33445, and the name of its initial registered agent at said address is: William Santillo.

**ARTICLE IV**

**CORPORATE EXISTENCE**

This corporation shall have a perpetual existence unless sooner dissolved according to law.

## **ARTICLE V**

### **PRINCIPAL OFFICE AND MAILING ADDRESS**

The corporation shall have a principal place of business and shall have the privilege of having branch offices within the State of Florida, and within or without the United States of America. Initially, the principal place of business and mailing address of the corporation shall be: 4664 Sunrise Blvd., Delray Beach, Florida, 33445.

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

The business of the corporation shall be managed, and its corporate powers exercised by a Board of not less than one (1) nor more than five (5) directors. The exact number shall be established by the Bylaws, provided that the initial Board of Directors shall consist of one (1) member. The acts of the majority of the Directors at a meeting where a quorum is present shall be the act of the Board of Directors. Directors Meeting may be held within or without the state of Florida. The Directors may, by resolution, designate an Executive Committee, and members of the Board of Directors and the Executive Committee, shall be deemed present at a meeting of such Board or Committee if a telephone conference, or similar communication equipment is used, by means of which, all persons participating in the meeting can hear each other.

## **ARTICLE VII**

### **INITIAL DIRECTOR**

The name and street address of the first Board of Directors of the corporation who shall hold office for the first year or until a successor is chosen shall be: William Santillo 4664 Sunrise Blvd.,

Delray Beach, Florida, 33445.

**ARTICLE VIII**

**INCORPORATOR**

The name and address of the Incorporator signing these Articles of Incorporation is: William Santillo 4664 Sunrise Blvd., Delray Beach, Florida, 33445.

IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal this April 9, 1998.

William Santillo (SEAL)  
WILLIAM SANTILLO

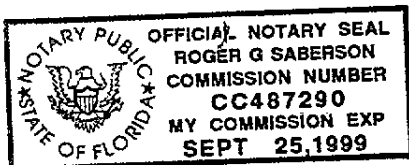
**STATE OF FLORIDA  
COUNTY OF PALM BEACH**

**BEFORE ME**, the undersigned authority, personally appeared **William Santillo**, who, is personally known to me, and who acknowledged that he has executed the above and foregoing instrument for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Delray Beach in the said County and State this 9 day of April 1998.

Roger G. Saberson  
Roger G. Saberson  
Notary Public

My commission expires:



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

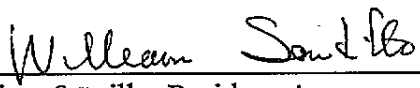
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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST - That DELRAY IMPORTS, INC., desiring to organize under the laws of the State of Florida with its office, as indicated in the Articles of Incorporation at the City of Delray Beach, County of Palm Beach, State of Florida, has named William Santillo 4664 Sunrise Blvd., Delray Beach, Florida, 33445, County of Palm Beach, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

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 Santillo, Resident Agent

**FILED**  
98 APR 10 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA