

**P98000040487**

**DORAN, WALTERS, ROST & WOLFE**

ATTORNEYS

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

CAROLYN S. ANSAY  
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FIRST UNION TOWER  
444 SEABREEZE BOULEVARD  
SUITE 800  
DAYTONA BEACH, FLORIDA 32118

PLEASE REPLY TO:  
POST OFFICE DRAWER 15110  
DAYTONA BEACH, FLORIDA 32115  
(904) 253-1111  
FAX (904) 253-4260

OF COUNSEL  
DAVID A. WASSERMAN

May 1, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

800002509276--2  
-05/04/98--01043--001  
\*\*\*\*122.50 \*\*\*\*122.50

**Re: DesignMax, Inc.**

Dear Correspondent:

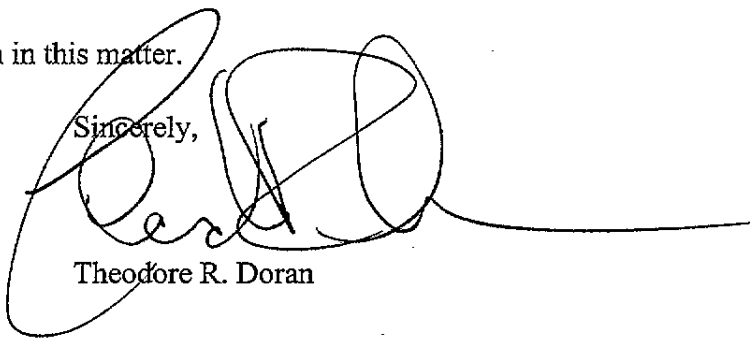
Enclosed herewith are the original and one copy of the Articles of Incorporation for the above-referenced corporation.

Also, enclosed is our firm's check in the amount of \$122.50 to cover the cost of the filing fee, certified copy of charter and registered agent fee.

Please return to us a certified copy of the Articles of Incorporation in the enclosed envelope.

Thank you for your cooperation in this matter.

Sincerely,

  
Theodore R. Doran

TRD:ae  
Enclosures

D. BROWN MAY - 5 1998

**ARTICLES OF INCORPORATION  
OF  
DesignMax, Inc.**

**ARTICLE I. NAME**

The name of this corporation shall be DesignMax, Inc.

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSE**

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

**ARTICLE IV. CAPITAL STOCK**

This corporation shall have the authority to issue one million shares of common capital stock with no par value.

**ARTICLE V. INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board Of Directors shall be One. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of the individual who shall serve as a member of the Initial Board Of Directors is: Sarangan K. Kumar, 5500 Ocean Shore Boulevard, Unit 45, Ormond Beach, Florida 32176.

#### **ARTICLE VI. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### **ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's initial registered office shall be: 444 Seabreeze Boulevard, Suite 800, Daytona Beach, Florida 32118.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Theodore R. Doran.

#### **ARTICLE VIII. PRINCIPAL OFFICE**

The address of this corporation's principal office shall be: 5500 Ocean Shore Boulevard, Unit 45, Ormond Beach, Florida 32176.

#### **ARTICLE IX. INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator are: Theodore R. Doran, Esquire, 444 Seabreeze Boulevard, Suite 800, Daytona Beach, Florida 32118.

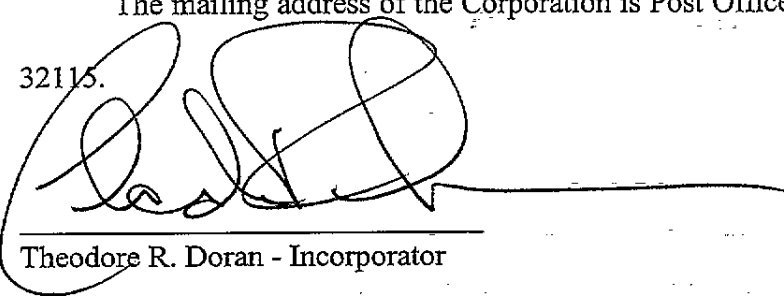
#### **ARTICLE X. AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

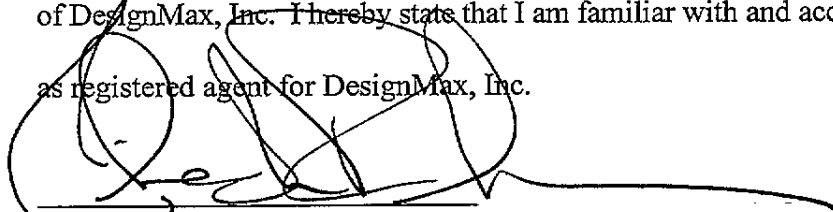
**ARTICLE XI. MAILING ADDRESS**

The mailing address of the Corporation is Post Office Box 1231, Daytona Beach, Florida

32115.

  
Theodore R. Doran - Incorporator

I hereby accept my designation as registered agent and agree to serve as the registered agent of DesignMax, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for DesignMax, Inc.

  
Theodore R. Doran - Registered Agent

State Of Florida  
County Of Volusia

On May 1, 1998, Theodore R. Doran, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of DesignMax, Inc.



Notary Public



(SEAL)