

(SAMPLE LETTER OF TRANSMITTAL)

7/8/98

P98000061873 122.50

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL 10 AM 10:21

Re: DERIAN INVESTMENT PROPERTIES Inc.  
(name of corporation)

700002584957--4  
-07/10/98--01029--007  
\*\*\*\*131.00 \*\*\*\*131.00

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

CK# 132

FOR

122.50

+ 8.50

\$131.00

(SEND CERTIFICATE)

William K. Durkin

(individual's name)

DERIAN INVESTMENT PROPERTIES INC.

(name of corporation)

MAILING ADDRESS OF CORPORATION

414 NE 2ND ST

DEERFIELD BEACH  
FLORIDA 33441

PHONE

(954) 426-5492

Area Code

Number

Ext.

RP  
07-14-98

ARTICLES OF INCORPORATION

7/8/98

of

DERIAN INVESTMENT PROPERTIES INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I - CORPORATE NAME**

The name of the corporation is:

DERIAN INVESTMENT PROPERTIES INC.

**ARTICLE II - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue ONE HUNDRED - 100 - shares (-100-) of COMMON STOCK  
Dollar(s) (\$ 1,000.00 PER SHARE) par value Common Stock, which shall be designated "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>WILLIAM V. DERIAN</u>		
ADDRESS	<u>414 NE 2ND STREET</u>		
CITY	<u>DEERFIELD BEACH</u>	FLORIDA	FLA - ZIP <u>33441</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>WILLIAM V. DERIAN</u>		
ADDRESS	<u>414 NE 2ND ST</u>		
CITY	<u>DEERFIELD BEACH</u>	FLORIDA	FLA - ZIP <u>33441</u>

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have - 1 - (ONE) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>WILLIAM V. DERIAN</u>		
ADDRESS	<u>414 NE 2ND ST</u>		
CITY	<u>DEERFIELD BEACH</u>	FLA	STATE <u>FLA</u> ZIP <u>33441</u>
NAME	<del>_____</del>		
ADDRESS	<del>_____</del>		
CITY	<del>_____</del>	STATE	<del>_____</del> ZIP <del>_____</del>
NAME	<del>_____</del>		
ADDRESS	<del>_____</del>		
CITY	<del>_____</del>	STATE	<del>_____</del> ZIP <del>_____</del>

7/8/98

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	WILLIAM V DERIAN		
ADDRESS	414 NE 2ND ST		
CITY	DEERHOLD BEACH	STATE	FLORIDA ZIP 33441
NAME	(OWNER OF 100% OF THE AUTHORIZED SHARES)		
ADDRESS	(PRESIDENT & CEO)		
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this \_\_\_\_\_ day of 7/6/98, 19 98.

\_\_\_\_\_  
(Seal)  
\_\_\_\_\_  
(Seal)  
\_\_\_\_\_  
(Seal)

STATE OF FLORIDA

COUNTY OF \_\_\_\_\_

SS

(NO NOTARY REQUIRED)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

_____ Signature	_____ Form of Identification
_____ Signature	_____ Form of Identification
_____ Signature	_____ Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that \_\_\_\_\_ executed these Articles of Incorporation, that I relied upon the form \_\_\_\_\_ of identification of the above named person \_\_\_\_\_ as indicated opposite each name, and that an oath was not taken.

NOTARY RUBBER STAMP SEAL

Witness my hand and official seal in the County and State last aforesaid this \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_

Notary Signature

Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

DERIAN INVESTMENT PROPERTIES INC.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 414 NE 2ND ST  
DEERLIP BEACH, FLORIDA - 33441.

has named WILLIAM V. DERIAN  
located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

William V. Derian  
(registered agent)

98 JUL 10 AM 10:21

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS