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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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DEVKAUFF, Inc.

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STATE  
CORPORATIONS  
DIVISION

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☒ Art of Inc. File Photo

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☐ Cert. Copy

☒ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

Signature

Requested by

CD

11-10-98

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Name

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**ARTICLES OF INCORPORATION**

**OF**

**DIVKAUFF, INC.  
a Florida corporation**

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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

**ARTICLE I**

The name of the Corporation is Divkauff, Inc., a Florida corporation.

**ARTICLE II**

The duration of the Corporation is perpetual commencing upon the filing of these Articles of Incorporation with the Secretary of the State of Florida.

**ARTICLE III**

The general purposes for which the Corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

**ARTICLE IV**

The Corporation is authorized to issue One Thousand (1,000) shares in the aggregate, which shares shall be of a single class of common stock and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE V**

The street address of the initial registered office of the Corporation is 1998 Trade Center Way, Naples, Florida 34109 and the name of its initial Registered Agent at such address is Stephen Kauffman. The principal office of the Corporation is located at 1998 Trade Center Way, Naples, Florida 34109.

#### **ARTICLE VI**

The Corporation shall have at least one (1) Director. The initial Board of Directors of the Corporation shall be comprised of one (1) Director whose name and address is:

Stephen Kauffman  
1998 Trade Center Way  
Naples, Florida 34109

#### **ARTICLE VII**

The name and address of the incorporator is:

Paul K. Heuerman, Esquire  
Roetzel & Andress, L.P.A.  
850 Park Shore Drive  
Trianon Centre, Third Floor  
Naples, Florida 33940

#### **ARTICLE VIII**

These Articles of Incorporation may be amended by the assent of fifty-one percent (51%) of the shareholders of the Corporation.

#### **ARTICLE IX**

The powers of the Corporation shall be as follows:

1. To engage in any activity or business authorized under the Florida General Corporation Act or Florida Statutes.
2. In general, to carry on any and all incidental business, to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
3. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.
4. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers or purposes herein set forth, either alone or in association with others, incidental or pertaining to, or going out of, or connected with its business or purposes

or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

5. To indemnify any officer or director, or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.
6. To do all acts necessary or reasonable to effectuate the provisions of the Bylaws of this Corporation.

#### ARTICLE X

The Corporation may be dissolved with the assent of not less than two-thirds (2/3) of the shareholders.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Corporation, has executed these Articles of Incorporation this 9<sup>th</sup> day of November, 1998.

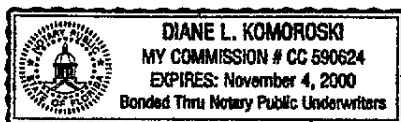
#### INCORPORATOR:

Paul K. Heuerman

Paul K. Heuerman, Esquire

STATE OF FLORIDA           )  
  )SS:  
COUNTY OF COLLIER       )

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of November, 1998 by Paul K. Heuerman, Esquire, who is personally known to me.



Diane L. Komoroski  
NOTARY PUBLIC


Name: \_\_\_\_\_

(Type or Print)

My Commission Expires: \_\_\_\_\_

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
Stephen Kauffman

Date: 11-4-98

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