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ANDREW C. BARNARD P.A.  
ATTORNEY AT LAW

9655 SOUTH DIXIE HIGHWAY, SUITE 312, MIAMI, FLORIDA 33156

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February 12, 1999

Secretary of State, State of Florida  
The Capitol  
Tallahassee, Florida 32301

500002776325-4

-02/16/99--01005--007

Re: Incorporation of DIVERSIFIED LIFESTYLES, INC.

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir:

Enclosed please find the Articles of Incorporation of DIVERSIFIED LIFESTYLES, INC., together with my check in the sum of \$78.75 covering the filing fees and taxes. Please return a certified copy acknowledging it's been filed showing the time and date stamped on its face (showing when it was received) to the undersigned upon filing the corporation.

Otherwise, I hope this letter finds you and yours in good health and spirits.

Sincerely,

  
Andrew C. Barnard

cc:file  
enc:/as noted  
acb:ab

FILED  
99 FEB 25 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~1199-3952~~

Dmc  
2-16-99

~~613~~



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 16, 1999

ANDREW C. BARNARD, ESQUIRE  
9655 S DIXIE HIGHWAY  
SUITE 312  
MIAMI, FL 33156

SUBJECT: DIVERSIFIED LIFESTYLES, INC.  
Ref. Number: W99000003952

We have received your document for DIVERSIFIED LIFESTYLES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 599A00006999

**ARTICLES OF INCORPORATION  
OF  
DIVERSIFIED LIFESTYLES, INC.**

**FILED**  
99 FEB 25 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of DIVERSIFIED LIFESTYLES, INC., a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

1. The name of the corporation shall be as stated above.
2. The period of duration is perpetual.
3. The purpose of the corporation shall be to engage in all retail and wholesale trade and business, real estate, management, sales or services as provided for under the laws of the State of Florida, and any and all other business activities permitted under the laws of the state of Florida or the United States of America whether the activities be within or without the jurisdiction of the United States of America, with the exception of banking or banking activities, unless otherwise permitted by special charter in which case an amendment will be attached to these Articles of Incorporation permitting the same.

4. The capital stock of the corporation authorized, the par value thereof, and the characteristics of such stock shall be as follows: 10,000 shares at \$1.00 par value.

All of such stock shall be payable in cash or other valuable property, real or personal, tangible or intangible, or in labor or services actually performed for the said corporation, at a just valuation to be fixed by the Board of Directors of the corporation.

5. The corporation shall be deemed to exist as a valid corporation under the Laws of the State of Florida on the date in which the Articles of Incorporation are filed in the

office of the Secretary of State.

6. The initial principal place of business of the corporation shall be located at:  
9655 S. Dixie Highway, Suite 312, Miami, Fl. 33156.

7. The name of the initial Registered Agent in the State of Florida authorized to  
accept service of process on behalf of said corporation and his address shall be: *AGB*  
*C. BARNARD*, 9655 S. Dixie Highway, Suite 312, Miami, Fl. 33156. *ANDREW*

8. The number of directors constituting the initial Board of Directors of the  
corporation shall be one, whose name and address is as follows: D. JOHNSON, 9655 S.  
Dixie Highway, Suite 312, Miami, Fl. 33156.

9. The name and address of the incorporator will be as follows: Andrew C.  
Barnard, 9655 S. Dixie Highway, Suite 312, Miami, Fl. 33156

*FDC*  
\_\_\_\_\_  
Identification

*AGB*  
\_\_\_\_\_  
Andrew C. Barnard  
Incorporator

DATED on February 12, 1999

STATE OF FLORIDA                    )  
  ) S/S  
COUNTY OF MIAMI-DADE        )

BEFORE ME, the undersigned authority, personally appeared Andrew C. Barnard  
who is personally known to me, or produced the above described identification to  
authenticate his identity, and who is the person described in and who subscribed to the  
foregoing Articles of Incorporation of DIVERSIFIED LIFESTYLES, INC., a Florida  
Corporation, and who acknowledged before me that he did freely and voluntarily

subscribe to the same for the uses and purposes therein described and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at  
Miami, in said County and State aforestated this 12 day of February,  
1999.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida At Large

My Commission Expires:



Diana Heng  
My Commission CC877658  
Expires September 7, 2001

FILED

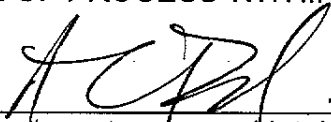
99 FEB 25 AM 11:55

**CERTIFICATE DESIGNATING RESIDENT AGENT, PLACE  
OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THE STATE OF FLORIDA ON  
BEHALF OF A CORPORATION**

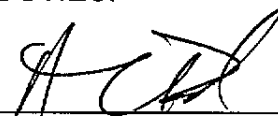
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH §48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

FIRST, DIVERSIFIED LIFESTYLES, INC., DESIRING TO ORGANIZE OR  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL  
PLACE OF BUSINESS AT THE CITY OF MIAMI AND STATE OF FLORIDA, HAS  
NAMED Andrew C. Barnard, 9655 South Dixie Highway, Suite 312, Miami, Fl. 33156 AS  
ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
Incorporator (date) 2/12/99

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.

Signature:   
Resident Agent (date) 2/12/99