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REPLY TO:
MIAMI

April 2, 1999

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

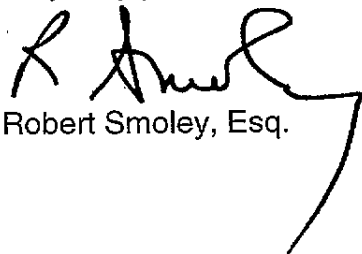
Re: New filing for corporation

Dear Department Representative:

Enclosed is an original Articles of Incorporation for DNS Realty, Inc., together with the filing fee of \$78.75.

Should you have any questions regarding the above, please do not hesitate to contact me at any time.

Very truly yours,


Robert Smoley, Esq.

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DIVISION OF CORPORATIONS
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W.S.

ARTICLES OF INCORPORATION OF DNS REALTY INC.

The undersigned incorporator hereby forms a corporation
under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

DNS REALTY, INC.

The address of the principal office of this corporation shall be c/o Robert Smoley, P.A., The Miami Center - 17th Floor, 201 So. Biscayne Boulevard, Miami, Florida 33131, and the mailing address of the corporation shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be c/o Robert Smoley, P.A., The Miami Center - 17th Floor, 201 So. Biscayne Boulevard, Miami, Florida 33131 and the name and address of the initial registered agent of the corporation is Robert Smoley, Esq..

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

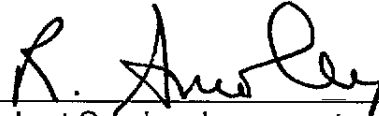
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SECRETARY OF CORPORATIONS
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ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Robert Smoley, Esq. The Miami Center - 17th Floor
201 So. Biscayne Boulevard
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal, on this 2nd day of April, 1999.


Robert Smoley, Incorporator

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

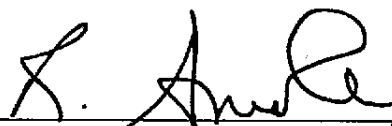
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: DNS REALTY, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in Miami, Florida, has named:

ROBERT SMOLEY, ESQ.

as its agent to accept service of process within this state.

ACKNOWLEDGMENT: 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 with the provisions of said Act relative to keeping open said office.


ROBERT SMOLEY, Registered Agent

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