

Tuesday, April 27, 1999

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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

EFFECTIVE DATE  
4-23-99

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To:  
Division of Corporations  
Fax Number : (850) 922-4001

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Dion Corporation

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## ARTICLES OF INCORPORATION

EFFECTIVE DATE

4-23-99

### Article I. Name

The name of this Florida corporation is:  
Dion Corporation

### Article II. Address

The mailing address of the Corporation is:  
Dion Corporation  
1220 North Market Street, Suite 606  
Wilmington DE 19801

### Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
Corporate Creations Enterprises Inc.  
4521 PGA Boulevard #211  
Palm Beach Gardens FL 33418

### Article IV. Board of Directors

The incorporator shall hold an organizational meeting or execute a written consent to elect a Board of Directors who shall complete the organization of the Corporation.

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

American Incorporators Ltd.  
1220 North Market Street, Suite 606  
Wilmington DE 19801  
302-421-5752

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**Article V. Capital Stock**

The Corporation shall have the authority to issue 1,000 shares of common stock, par value zero per share.

**Article VI. Incorporator**

The name and address of the incorporator is:

Corporate Creations International Inc.

941 Fourth Street #200

Miami Beach FL 33139

**Article VII. Corporate Existence**

These Articles of Incorporation shall become effective and the corporate existence will begin on April 23, 1999.

The undersigned incorporator executed these Articles of Incorporation on April 27, 1999.



CORPORATE CREATIONS INTERNATIONAL INC.

Luis A. Uriarte Vice President

American Incorporators Ltd.  
1220 North Market Street, Suite 606  
Wilmington DE 19801  
302-421-5752

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

Dion Corporation

**REGISTERED AGENT/OFFICE:**

Corporate Creations Enterprises Inc.  
4521 PGA Boulevard #211  
Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



CORPORATE CREATIONS ENTERPRISES INC.  
Luis A. Uriarte, Vice President

Date: April 27, 1999

American Incorporators Ltd.  
1220 North Market Street, Suite 606  
Wilmington DE 19801  
302-421-5752

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