

P99000051295

Law office of  
CHRIS MANCINO

P.O.Box 167  
Ft. Lauderdale, Florida 33302  
(954) 463-5266

May 28, 1999

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

RE: D-LITEFUL INDUSTRIES INC.

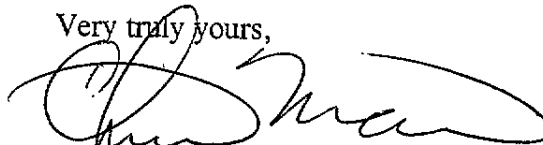
Dear Sir:

500002891285--0  
-06/01/99--01126--004  
\*\*\*\*122.50 \*\*\*\*\*78.75

Enclosed herewith please find an original and one copy of Articles of Incorporation in connection with the above. Also enclosed please find my check, payable to your order, in the amount of \$122.50. Please file the Articles of Incorporation and furnish me with a certified copy of the Articles.

Thank you for your cooperation.

Very truly yours,

  
CHRIS MANCINO

CM/kh  
Enclosures

FILED  
1999 JUN - 1 PM 4: 53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

R. Purinton JUN - 7 1999

FILED

ARTICLES OF INCORPORATION  
OF  
D-LITEFUL INDUSTRIES INC.

1999 JUN -1 PM 4: 53

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, agree to act as a corporation for profit under the laws of the State of Florida, and do hereby subscribe, acknowledge and file in the Office of the Secretary of State of the State of Florida, the following Articles of Incorporation.

ARTICLE I

The corporate name shall be D-Liteful Industries, Inc.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

1. The number of shares of authorized capital stock in this corporation shall be 100 shares of common stock with \$1.00 par value per share.

2. The capital stock may be paid for in property, labor, services or cash, at a just valuation to be fixed by the stockholders. All of such stock shall be fully paid and non-assessable.

ARTICLE IV

The amount of capital stock with which this corporation will begin business shall not be less than \$500.00.

ARTICLE V

The term for which this corporation shall exist shall be perpetual.

ARTICLE VI

The principal office of the corporation shall be at 12223 Sheridan Street, Cooper City, Florida 33026. This corporation may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall from time to time render necessary and/or desirable. The board of directors may from time to time move the principal office to any other address or place in Florida.

ARTICLE VII

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time according to the by-laws of this corporation, but shall never be less than two (2). The names and addresses of the initial directors of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jorge L. Guevara	12223 Sheridan St. Cooper City, FL 33026
Magaly Van Gelder	12223 Sheridan St. Cooper City, FL 33026

ARTICLE VIII

The shareholders of this corporation shall be entitled to remove any director from office during his term, except upon a showing of cause for removal.

ARTICLE IX

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law

ARTICLE X

The holders of common shares shall have preemptive rights to purchase any shares of the corporation hereafter issued or any securities exchangeable for or convertible into such shares or any warrants or instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares in proportion to their then present holdings of common stock prior to said shares of such other instrument(s) being offered to any other person or entity. Any shares offered to shareholders under their preemptive rights and not purchased may then be sold by the corporation in any other manner permitted by law.

ARTICLE XI

The names and addresses of the initial subscriber hereto, who is to conduct the business of the corporation until those elected at the organizational meeting is:

NAME

ADDRESS

CHRIS MANCINO

412 N.E. 4th Street  
Fort Lauderdale, FL 33301

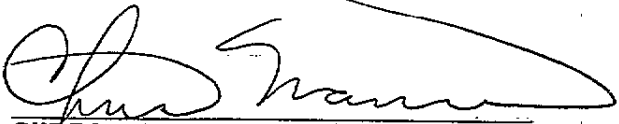
ARTICLE XII

The initial registered office shall be at 412 N.E. 4th Street, Fort Lauderdale, FL 33301, and the initial registered agent at the same address shall be: CHRIS MANCINO.

FILED

1999 JUN -1 PM 4: 53

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

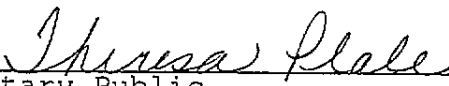
  
CHRIS MANCINO, Initial Subscriber

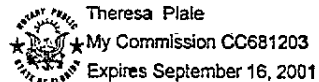
STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, this day personally appeared CHRIS MANCINO, to me well known and known to me to be the person who executed the foregoing Articles of Incorporation, and he has acknowledged to and before me that he has executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal at Fort Lauderdale, Broward County, Florida, this 28 day of May, 1999.


  
Notary Public



My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

I, CHRIS MANCINO, having been named to accept service of process for the above stated corporation, at a place designated in this Certificate, I hereby accept said designation as Registered Agent, and agree to comply with the provisions of law relative to keeping said office open.

  
Registered Agent