

P99000086648

DII, Inc.
39976 U.S. 19 North,
Tarpon Springs, FL 34689
(727) 934-8517

July 12, 1999

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

900002933119--7
-07/16/99--01048--020
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed you will find two original copies of the Articles of Incorporation for DII, Inc. In addition, you will find a check made payable to the Division of Corporations in the amount of \$78.75 representing the filing fee and designation of registered agent fee.

Please return one copy of the Articles of Incorporation with the filing date stamped on them.

If I can answer any question with regard to the above, please do not hesitate to contact me.

Sincerely,



Stephen W. Daries

FILED
99 SEP 30 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(for 727-787-5905)

W99-17115

11/21/99 a/30/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 26, 1999

STEPHEN W. DARIES
39976 U.S. 19 NORTH
TARPON SPRINGS, FL 34689

SUBJECT: D11, INC.
Ref. Number: W99000017115

We have received your document for DTL, 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):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6926.

Cheryl Gallmon-Case
Document Specialist

Letter Number: 499A00037944

**ARTICLES OF INCORPORATION
OF
D.I.I., INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME

The name of this corporation is **D.I.I., Inc.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value stock, which shall be designated at "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The principal address of the corporation is 39976 U.S. 19 North, Tarpon Springs, FL 34689 and the address of the initial registered office is 39976 U.S. 19 North, Tarpon Springs, FL 34689; the name of the initial registered agent of this corporation at that address is Stephen W. Daries.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Stephen W. Daries
39976 U.S. 19 North
Tarpon Springs, FL 34689

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these articles is Stephen W. Daries, 39976 U.S. 19 North, Tarpon Springs, FL 34689.

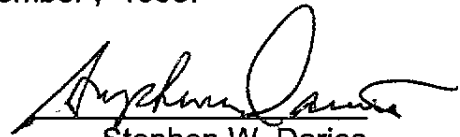
ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 28th day of September, 1999.

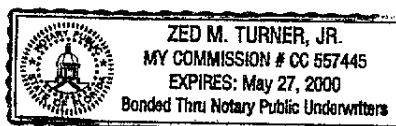

Stephen W. Daries
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Stephen W. Daries, known to be and known by me to be the person who executed the foregoing Articles of incorporation, and he acknowledged before that he executed those Articles of Incorporation,

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 28th of September, 1999.


NOTARY PUBLIC, State of Florida at Large
My commission expires:



CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: D.I.I., INC.
2. The name and address of the registered agent and office is:


Stephen W. Daries
39976 U.S. 19 North
Tarpon Springs, FL 34689


Signature

PRESIDENT
Title

9-28-99
Date

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 RELATAIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATION OF SECTION 607.325 FLORIDA STATUTES.


Signature - Registered Agent
9-28-99

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SEP 30 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA