

P99000098557

Florida Department of State

Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000028276 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : COHEN, CHASE, & HOFFMAN, P.A.
Account Number : 102450002676
Phone : (305) 670-0201
Fax Number : (305) 670-6152

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 NOV -9 PM 2:00

FILED

FLORIDA PROFIT CORPORATION OR P.A.

Digital Enhancements, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

ARTICLES OF INCORPORATION
OF
DIGITAL ENHANCEMENTS, INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is: **DIGITAL ENHANCEMENTS, INC.**

ARTICLE II

DURATION

The term of existence of the corporation is perpetual, commencing on the date of receipt and acknowledgment of the Articles by the Secretary of State.

ARTICLE III

PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this State.

99 NOV -9 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H99000028276

ARTICLE IVCAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 100,000 shares of capital stock with a par value of \$1.00 per share.

The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The shares of the corporation are not to be divided into classes.

ARTICLE VDIVIDENDS

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

ARTICLE VIPREEMPTIVE RIGHTS

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

H99000028276

H99000028276

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS

The principal office of the corporation shall be located at:

8600 SW 58th Street
Miami, Florida 33143

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the corporation is:

9400 South Dadeland Boulevard, Suite 600
Miami, Florida 33156

The name and address of the initial registered agent of the corporation is:

STEVEN SILVERMAN, P.A.
9400 South Dadeland Boulevard, Suite 600
Miami, Florida 33156

ARTICLE IX

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws. The names and addresses of the initial directors of this corporation are:

CLIFFORD DYER, President \ Treasurer
8600 SW 58th Street
Miami, Florida 33143

H99000028276

H99000028276

MICHAEL DYER, Vice-President
8600 SW 58th Street
Miami, Florida 33143

ARTICLE X

INCORPORATORS

The names and addresses of the persons signing these Articles are:

STEVEN SILVERMAN
9400 S. Dadeland Blvd.
Suite 600
Miami, Florida 33156

ARTICLE XI

ACTIONS OF DIRECTORS WITHOUT MEETING

The directors of this corporation may take action by written consent as provided by law.

ARTICLE XII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XIII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director,

H99000028276

to the full extent permitted by law.

ARTICLE XIV

AMENDMENT

The corporation reserves this right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 3 day of NOVEMBER, 1999.


STEVEN SILVERMAN

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

}
}
} SS:

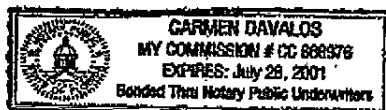
Before me, the undersigned authority, personally appeared, STEVEN SILVERMAN and to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and seal this 3 day of NOVEMBER, 1999.


NOTARY PUBLIC, STATE OF FLORIDA

Print Name: CARMEN DAVALOS

My Commission Expires:



H99000028276

**H99000028276 CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with section 48.091, FLORIDA STATUTES, the following is submitted:

That **DIGITAL ENHANCEMENTS, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Miami, State of Florida, has named **STEVEN SILVERMAN**, located at 9400 South Dadeland Boulevard, Suite 600, Miami, Florida 33156, as its agent to accept service of process within Florida.



STEVEN SILVERMAN

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.

Dated this 3 day of NOVEMBER 1999.



STEVEN SILVERMAN

H99000028276

FILED
99 NOV -9 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA