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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
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FLORIDA PROFIT CORPORATION OR P.A.

D-BOX, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

d-box, Inc.

Kenneth J. Fisher, Jr., the undersigned to these Articles of Incorporation, who is a natural person, competent to contract, hereby forms a corporation under the Laws of the State of Florida.

ARTICLE I

NAME OF THE CORPORATION

The name of this corporation will be d-box, Inc.

ARTICLE II

PURPOSE

This corporation is organized for the following purposes: Provide systematic services and for any other purpose or purposes allowed under the laws of the State of Florida, and the laws of the United States.

ARTICLE III

TERM OF EXISTENCE

This corporation will exist perpetually.

ARTICLE IV

PRINCIPAL PLACE OF BUSINESS

The initial street address and the principal office of this corporation is 7539 Greenlake Way, Unit 321, Lantana, Florida 33462. The Board of Directors may from time to time move the principal office to any other address.

Prepared by: Richard I. Monescalchi, P.A.
6894 Lake Worth Rd #203
Lake Worth, FL 33467 (561) 968-7877

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ARTICLE V

DIRECTORS

This corporation will have three (3) directors initially. The number of directors may be increased or diminished from time to time in accordance with the procedure specified in the corporation's By-Laws. The number of directors will never be fewer than one. The name and address of the initial director of this corporation is:

Name

Address

Kenneth J. Fisher, Jr.
President

4956-19 Le Chalet Blvd.
Suite 164
Boynton Beach, Florida 33436

Patrick M. Robert
Vice President

4864 Jefferson Road
Delray Beach, Florida 33445

Rita A. Hager
Secretary & Treasurer

8069 St. John Avenue West
Boynton Beach, FL 33437

ARTICLE VI

INCORPORATORS

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

Name

Address

Kenneth J. Fisher, Jr.

7539 Greenlake Way
Unit 321
Lantana, Florida 33462

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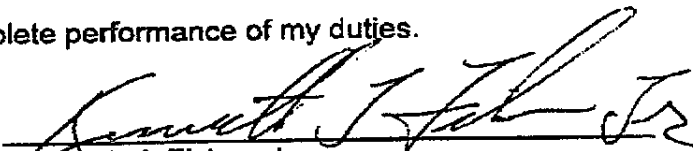
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ARTICLE VII

REGISTERED AGENT

The initial designation of the registered office of this corporation will be at 7539 Greenlake Way, Unit 321, Lantana, Florida 33462, and the Registered Agent will be Kenneth J. Fisher, Jr.

Pursuant to Florida Statutes, having been named to accept process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept and agree to act in this capacity and agree to comply with all the provisions of said Statutes relative to the proper and complete performance of my duties.


Kenneth J. Fisher, Jr.

ARTICLE VIII

CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of stock at ONE AND NO/100 (\$1.00) DOLLAR par value, which stock will be designated in "common shares."

ARTICLE IX

CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote at such election will have the right to cumulate his votes, by giving one candidate as many votes as the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

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ARTICLE X

MEETING BY CONFERENCE TELEPHONE

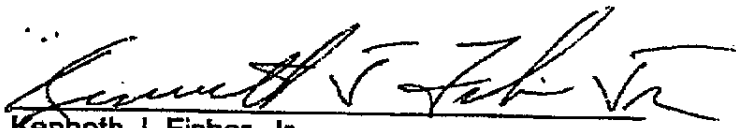
Members of the Board of Directors may participate at the meetings of the Board of Directors as provided by law, by means of a conference telephone or similar communication equipment, by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means will constitute presence in person at the meeting.

ARTICLE XI

AMENDMENTS

These Articles of Incorporation may be amended in the manner as provided by law. The corporation reserves the right to amend or repeal any provisions contained herein or any amendment hereto.

IN WITNESS WHEREOF, I, KENNETH J. FISHER, JR., the incorporator of the above named corporation, have set my hand and seal this 16th day of March, 1999.


Kenneth J. Fisher, Jr.

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STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County last aforesaid to take acknowledgments, personally appeared KENNETH J. FISHER, JR., known to me to be the person described as an incorporator in, and who executed the foregoing Articles of Incorporation and that he acknowledged before me that he subscribed to these Articles of Incorporation.

16th WITNESS my hand and official seal in the State and County last aforesaid this day of March, 1999.

My Commission Expires:

Michelle C. Bustani
Notary Public

 Michelle C Bustani
My Commission CC721923
Expires March 5 2002

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

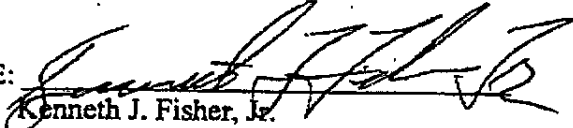
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered agent/registered office, in the State of Florida.

- 1. The name of the corporation is: ^{d-box} ~~A.C.S.~~, Inc.
- 2. The name and address of the registered agent and office is: Kenneth J. Fisher, Jr., 7539 Green Lake Way, Unit 321, Lantana, Florida 33462.

SIGNATURE:  (Corporate officer)
Kenneth J. Fisher, Jr.

DATE: 3-16-99

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: 
Kenneth J. Fisher, Jr.

DATE: 3-16-99

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