

F95000004324

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: DBC ENTERPRISES, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

A. Mainwaring
(Name of Person)
DBC Enterprises, Inc.
(Firm/Company)
Suite 111 3226 28th St. SE
(Address)
Kentwood, MI 49512
(City/State/Zip)

SEP 7 1980
TALLAHASSEE, FLORIDA

SEP 7 1980

SEP 7 1980

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Should you need to call someone concerning this matter, please call:

A. Mainwaring at (616) 940-2727
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 30, 1995

A. MAINWARING
% DBC ENTERPRISES, INC.
SUITE 111, 3226 28TH ST., SE
KENTWOOD, MI 49512

SUBJECT: DBC ENTERPRISES, INC.
Ref. Number: W95000017478

We have received your document for DBC ENTERPRISES, 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):

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return 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 (904) 487-6097.

Michael Mays
Document Specialist

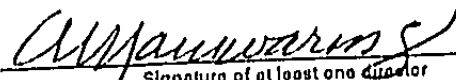
Letter Number: 095A00040355

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned A. Mainwaring, do hereby certify
that this Resolution of the Board of Directors of DBC ENTERPRISES, INC.
a corporation duly organized and existing under the laws of the State of Michigan
was duly adopted on 1-25, 19 95.

Resolved, that DBC ENTERPRISES, INC., organized
and existing in the State of MICHIGAN, hereby adopts the
name DBC ENTERPRISES BROKERAGE FLORIDA, Inc. for use in Florida.

Dated: 1/25/95


Signature of at least one director
A. Mainwaring

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. DBC ENTERPRISES, INC.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Kent County State of Michigan
(State or country under the law of which it is incorporated)

3. 38-2727571
(FBI number, if applicable)

4. 1986
(Date of Incorporation)

5. N/A
(Duration: Year corp. will cease to exist or "perpetual")

6. 1 March 95
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. Unit 19, Plant City Farmers Mkt., 1305 MLK Blvd. Plant City, FL 33566
Suite 111, 3226 28th St. Kentwood, MI 49512
(Current mailing address)

8. TRUCK BROKERAGE

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: A. Mainwaring

Office Address: Unit 19, Farmers Mkt., 1305 MLK Blvd.

Plant City, FL, Florida, 33566
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

A. Mainwaring
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Earl Carroll

Address: Suite 111, 3226 28th St. S.E. Grand Rapids, MI 49512

Vice Chairman: A. Mainwaring

Address: 3343 Sharon Ave. S.W.

Wyoming, MI 49509

Director: Laura Carroll

Address: Suite 111, 3226 28th St. SE

Grand Rapids, MI 49512

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Laura Carroll

Address: Suite 111, 3226 28th St. SE

Grand Rapids, MI 49512

Vice President: A. Mainwaring

Address: 3343 Sharon Ave. SW

Wyoming, MI 49509

Secretary: Laura Carroll

Address: Suite 111, 3226 28th St. SE Grand Rapids, MI 49512

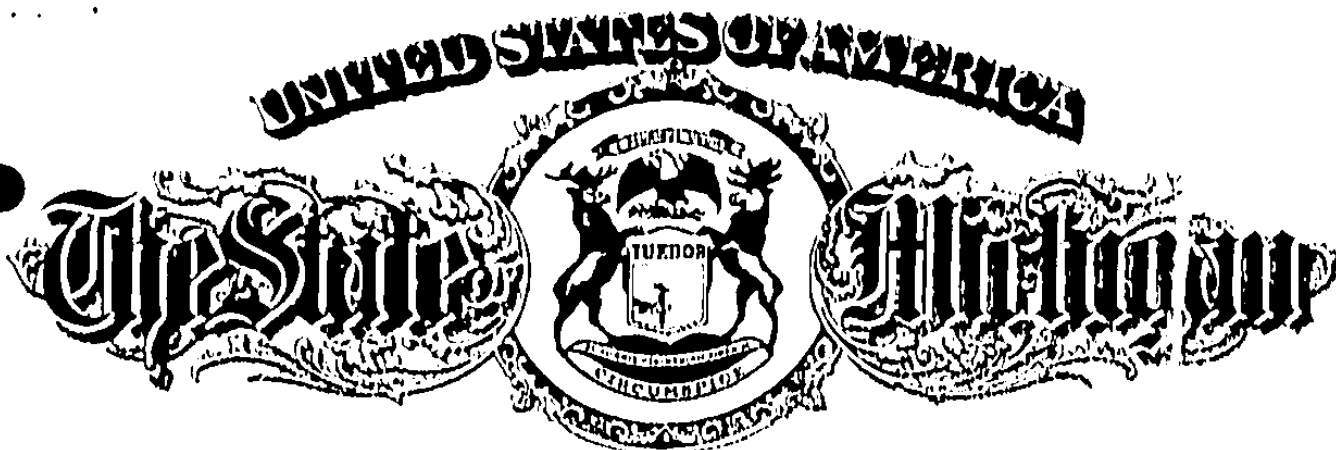
Treasurer: Laura Carroll

Address: Suite 111, 3226 28th St. SE Grand Rapids, MI 49512

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *A. Mainwaring*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. A. Mainwaring, Vice President
(Typed or printed name and capacity of person signing application)



Michigan Department of Commerce

Lansing, Michigan

This is to Certify That

DBC ENTERPRISES, INC.

was validly incorporated on August 18, 1986, as a Michigan profit corporation and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 3rd day of April, 1995.

Carl L. Lysa

, Director

Corporation & Securities Bureau