

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO0000046150

FDB, Inc.

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-05/05/00--01028--001

*****78.50 *****78.50

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

☒ Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

FILED
00 MAY -9 PM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 MAY -5 AM 11:41
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

5/5/00 9:14

MAY 09 2000
11883



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 5, 2000

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST., STE. 1
TALLAHASSEE, FL 32302

SUBJECT: FDB, INC.
Ref. Number: W00000011883

We have received your document for FDB, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 200A00025093

*Tracy-
In article III
it states "or upon
filing" - is that
not acceptable?
Let me know!!
James
Lawrence*

DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 MAY -9 AM 11:21

RECEIVED

ARTICLES OF INCORPORATION

OF

FDB, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I.

CORPORATE NAME

The name of this corporation is FDB, Inc..

ARTICLE II.

ADDRESS OF CORPORATION

The address of the principal office of the Corporation, or the mailing address of the Corporation, if the principal office is not yet known, is 2640 Golden Gate Parkway, Suite 206, Naples, FL 34105.

ARTICLE III.

DURATION

The corporation shall have perpetual existence, commencing on the date of the execution and acknowledgment of these Articles or upon filing.

ARTICLE IV.

PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V.

NUMBER AND CLASS OF STOCK

The corporation is authorized to issue one class of stock which shall consist of 100 shares of \$1.00 par value common stock, and which shall be designated "common shares".

ARTICLE VI.

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which he holds, 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.

FILED
00 MAY -9 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2640 Golden Gate Parkway, Suite 206, Naples, FL 34105, and the name of the initial registered agent of the corporation at that address is Donald K. Ross, Jr., Esquire. The officers may from time to time select and so communicate by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE VIII.

INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than two. The names and addresses of the initial directors of the corporation are:

Name	Address
President: Peter Scheckenhofer	P. O. Box 10951, Naples, FL 34101
VST: Hans Behrens	P. O. Box 8331, Naples, FL 34106

ARTICLE IX.

INCORPORATOR

The name and address of the person signing these Articles is:

Name	Address
Donald K. Ross, Jr., Esquire	2640 Golden Gate Parkway, Suite 206, Naples, Florida 34105

ARTICLE X.

BYLAWS

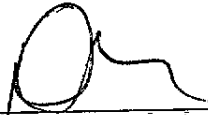
The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE XI.

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders, except the Preemptive Rights created in Article VI, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2nd day of April, 2000.


Donald K. Ross, Jr., Esquire

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 27th day of April, 2000, by Donald K. Ross, Jr., Esquire, who is personally known to me or who has produced _____ as identification.

Rose Hawley

Notary Public

Typed Name:

My Commission Number is:

My Commission Expires:



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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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 corporations is: FDB, INC.

2. The Name and address of the registered agent and office is:

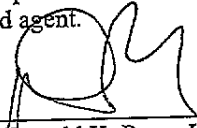
Donald K. Ross, Jr., Esquire

2640 Golden Gate Parkway, Suite 206

Naples, Florida, 34105-3203

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated 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.



Donald K. Ross, Jr., Esquire.

April 27, 2000
(Date)

FILED
00 MAY -9 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA