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ACCOUNT NO. : 072100000032

REFERENCE : 700295-7199111

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 17 PM 2:50

ORDER DATE : May 17, 2000

ORDER TIME : 9:56 AM

ORDER NO. : 700295-005

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CUSTOMER NO: 7199111

CUSTOMER: Seth E. Ellis, Esq
ELLIS & COMPANY, P.A.
ELLIS & COMPANY, P.A.
Suite 300
7000 West Palmetto Park Road
Boca Raton, FL 33433

DOMESTIC FILING

NAME: DAVE & ALAN, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

RECEIVED
00 MAY 17 AM 11:34
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

g
5/17/00

EFFECTIVE DATE
5/16/00
ARTICLES OF INCORPORATION
OF
DAVE & ALAN, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 17 PM 2:50

ARTICLE I
Name

The name of the corporation is DAVE & ALAN, INC.

ARTICLE II
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 16th day of May, 2000.

ARTICLE III
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV
Capital Stock

The Corporation is authorized to issue one thousand (1000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Class A Voting Common Shares"; and one thousand (1000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Class B Nonvoting Common Shares". The Class A and Class B shares shall be entitled in all respects to equal rights and privileges except that each share of Class A shall be entitled to one (1) vote and each share of Class B shall be nonvoting stock.

ARTICLE V
Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: c/o Law Offices of Seth E. Ellis, P.A., 7000 West Palmetto Park Road, Suite 300, Boca Raton, Florida 33433, and the name of the initial registered agent of this corporation at that address is: Seth E. Ellis, Esq.

ARTICLE VI
Initial Board of Directors

This corporation shall initially have one (1) director. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than ONE (1). The name and address of the initial director of this corporation is:

David A. Renker

C/O Law Offices of Seth E. Ellis, P.A.

7000 West Palmetto Park Road, Suite 300


Boca Raton, Florida 33433

ARTICLE VII

Incorporator

The name and address of the person signing these Articles is: Seth E. Ellis, Esq.; Law Offices of Seth E. Ellis, P.A., 7000 West Palmetto Park Road, Suite 300, Boca Raton, Florida 33433

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 16 day of MAY, 2000.




SETH E. ELLIS, Incorporator

STATE OF FLORIDA:

SS:

COUNTY OF PALM BEACH:

The foregoing instrument was acknowledged before me this 16 day of MAY, 2000, by SETH E. ELLIS, ESQ., who is personally known to me or who has produced D.A. L.C. as identification.



Notary Public, State of Florida at Large

Type/Print/or Stamp Name of Notary

My Commission Expires:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 17 PM 2:50

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

DAVE & ALAN, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that **DAVE & ALAN, INC.**, desiring to organize under the laws of the State of Florida with its principal office at: c/o Law Offices of Seth E. Ellis, P.A., 7000 West Palmetto Park Road, Suite 300, Boca Raton, Florida 33433, has named SETH E. ELLIS, Esq., located at Law Offices of Seth E. Ellis, P.A., 7000 West Palmetto Park Road, Suite 300, Boca Raton, Florida 33433, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



SETH E. ELLIS