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Law Offices of  
**FREDERICK A. SCHAFFER**  
ATTORNEY AT LAW

1737 E. COMMERCIAL BLVD  
FT. LAUDERDALE, FL 33334

(954) 771-6552  
FAX (954) 772-9072

September 28, 2000

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-10/04/00--01065--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Corporate Records  
Florida Department of State  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Incorporation/ DC-Three, Inc.

Dear Sir/Madam:

Enclosed please find proposed Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$ 78.75 to cover the requisite fees.

If there is anything else I need to do please contact me directly. Thank you for your attention to this matter.

Sincerely,

  
Frederick A. Schaffer

FAS/cbm  
enc. as noted

FILED  
00 OCT - 4 PM 3:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

DC-THREE, INC.

FILED  
00 OCT -4 PM 3:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida:

ARTICLE I

The name of the corporation is:

DC-THREE, INC.

ARTICLE II

The address of the corporation is:

1737 E. Commercial Blvd  
Ft. Lauderdale, Florida 33334

ARTICLE III

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE IV

The corporation may engage in any business allowable under Florida Law.

ARTICLE V

The capital stock authorized, the par value thereof, and the characteristics of such stock is as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1000	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at just valuation to be fixed by the Board of Directors.

## ARTICLE VI

The name and address of the initial Registered Agent shall be:  
Frederick A. Schaffer, Esq.  
1737 E. Commercial Blvd.  
Ft. Lauderdale, Florida 33334

The corporations Registered Agent, Frederick Schaffer, who upon accepting appointment as Registered Agent, agrees to comply with 48.091 Florida Statutes as amended from time to time with respect to keeping an office open for service of process. (Certificate of Written Acceptance appears at the end of these Articles of Incorporation)

## ARTICLE VII

The number of Directors shall be capped at SIX (6) as provided by the Bylaws, but shall not be less than ONE (1).

## ARTICLE VIII

The number of Directors constituting the initial Board of Directors is TWO (2), whose name and address is:

Frederick Schaffer  
1737 E. Commercial Blvd.  
Ft. Lauderdale, Florida 33334

Stan Schaffer  
1737 E. Commercial Blvd  
Ft. Lauderdale, Florida 33334

## ARTICLE IX

The name and address of the Incorporator is:

Frederick A. Schaffer  
1737 E. Commercial Blvd.  
Ft. Lauderdale, Florida 33334

## ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debt in any event.

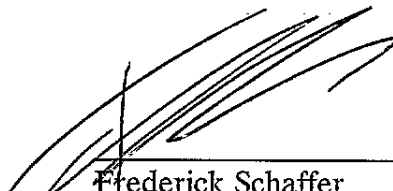
ARTICLE XI

The corporation shall indemnify and insure its Officers and Directors to the full extent permitted by law.

ARTICLE XII

These Articles of Incorporation may be amended by manner authorized by law at the time of amendment.

IN WITNESS WHEREOF I, Frederick Schaffer, being the Incorporator of this Corporation, for the purpose of forming a corporation to do business under the laws of the State of Florida, make and file these Article of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 21 day of September, 2000.

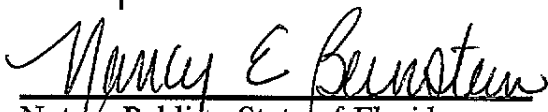
  
\_\_\_\_\_  
Frederick Schaffer

STATE OF FLORIDA                     )

COUNTY OF BROWARD                )

BEFORE ME, the undersigned authority, personally appeared Frederick Schaffer, who has produced a valid Florida driver's licence as identification and who executed the foregoing Article of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 29 day of Sept, 2000

  
\_\_\_\_\_  
Notary Public - State of Florida

My commission  
expires: 11/05/00



Nancy E. Bernstein  
MY COMMISSION # CC590900 EXPIRES  
November 5, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING NAME AND ADDRESS OF REGISTERED AGENT**

In compliance with section 48.091 Florida Statutes and Chapter 607 Florida Statutes,  
the following is submitted:

Triple S Enterprises, Inc. desiring to organize or qualify under the laws of the State  
of Florida has named Frederick Schaffer, an individual who resides in the State, as Agent  
to accept service of process within Florida. The Registered Agent and Office shall be as  
follows:

Registered Agent: Frederick Schaffer

Registered Office: 1737 E. Commercial Blvd

Ft. Lauderdale, Florida 33334


  
\_\_\_\_\_  
Frederick Schaffer  
DC-THREE, Inc.

WRITTEN ACCEPTANCE BY REGISTERED AGENT

FILED  
00 OCT -4 PM 3:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, the Registered Office designated in the Certificate set forth above, I hereby agree to act in this capacity and further state that I am familiar with, and accept and agree to comply with provisions of all statutes relative to the proper and complete performance of my duties and this position including provisions of section 48.091 Florida Statutes.

Dated this 29 day of September, 2000.

  
Frederick A. Schaffer, Esq.  
as Registered Agent for  
DC-THREE, Inc.

STATE OF FLORIDA )

COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared Frederick A. Schaffer, who has produced a valid Florida driver's licence as identification and did take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 29 day of Sept, 2000.

  
Nancy E. Bernstein  
Notary Public - State of Florida

My commission  
expires: 11/05/00



Nancy E. Bernstein  
MY COMMISSION # GC590900 EXPIRES  
November 5, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.