

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

D & B REAL ESTATE BROKERS & CONSULTANTS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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HALL
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
D & B REAL ESTATE BROKERS & CONSULTANTS, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation is D & B REAL ESTATE BROKERS & CONSULTANTS, INC.

ARTICLE II
DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III
NATURE OF BUSINESS

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

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to have outstanding two (2) classes of stock designated as Class A Common Stock and Class B Common Stock. The maximum number of shares of common stock which the Corporation is authorized to have outstanding is 500 shares of Common Stock at a par value of \$1.00 per share, of which 475 shares will be designated as Class A Common Stock and 25 shares will be designated as Class B Common Stock. Holders of Class A Common Stock are entitled to vote on all questions required by law on the

THIS INSTRUMENT PREPARED BY:
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basis of one (1) vote per share and there shall be no cumulative voting. Holders of Class A Common Stock shall participate in profits and losses. Holders of Class B Common Stock shall not be entitled to vote but shall participate in profits and losses. Holders of Class A Common Stock shall not have pre-emptive rights to subscribe to the Corporation's securities.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT AND
PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The street address of the initial registered office of the corporation in the State of Florida is 1 Financial Plaza, Suite 2001, Ft. Lauderdale, FL 33394 and the name of the initial registered agent of this corporation at that address is Jan W. Dane. The Principal Office and/or mailing address will be the same as the Registered Office.

ARTICLE VI
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Jan W. Dane, 1 Financial Plaza, Suite 2001, Ft. Lauderdale, FL 33394.

ARTICLE VII
BYLAWS

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

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE IX
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

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ARTICLE X
INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the bylaws of the corporation.

The name and street address of the initial directors are:

Jan W. Dane
1 Financial Plaza
Suite 2001
Ft. Lauderdale, FL 33394

A. J. Belt
1 Financial Plaza
Suite 2001
Ft. Lauderdale, FL 33394

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of August, 2001.


A.J. Belt

\\DATA\DAVE\GENERAL\AD&E Articles

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CERTIFICATE OF REGISTERED AGENT
OF
D & B REAL ESTATE BROKERS & CONSULTANTS, INC.

Pursuant to Fla. Stat. §607.0501 the following is submitted:

That D & B REAL ESTATE BROKERS & CONSULTANTS, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Ft. Lauderdale, County of Broward, State of Florida, has named Jan W. Dane, 1 Financial Plaza, Suite 2001, Ft. Lauderdale, FL 33394, as its agent to accept service of process within this State.

A C K N O W L E D G M E N T

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said Act relative to the obligations of such registered agent, with which the undersigned acknowledges it is familiar.

Dated this 21 day of August, 2001.

A.J. Belt

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