

Attorney At Law

02 FEB 15 PM 4:53

SECRETARY OF STATE TALLAHASSEE, FLORIDA

January 29, 2002

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 300004853233--4 -02/01/02--01048--002 ****157.50 *****78.75

Dear Sir or Madam:

I am enclosing for filing the Articles of Incorporation for two Florida Corporations, DC Industries, Inc., and Cochrane Capital, Inc. I am further enclosing a check made payable to the Florida Department of State in the sum of \$157.50. This sum represents the Filing fee, Designation of Registered Agent fee and the fee for a certified copy of the Articles of Incorporation for each of the two companies.

If you have any questions with regard the enclosed filing, please contact the undersigned at (561) 750-1399.

Very Truly Yours,

Marc I. Solomon, Esq.

Marc I. Solomon, P.A.
4400 N. Federal Highway • Suite 210
Boca Raton, Florida 33431
Phone: (561) 750-1399 • Fax: (561) 392-6282
E-mail: msolomon@wiredol.com

CB2-197



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 6, 2002

MARC I. SOLOMON, ESQ. 4400 N FEDERAL HWY STE 210 BOCA RATON, FL 33431

SUBJECT: DC INDUSTRIES, INC. Ref. Number: W02000003536

We have received your document for DC INDUSTRIES, INC. and your check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6925.

Cynthia Blalock Document Specialist New Filing Section

Letter Number: 702A00007402

eb-19-02 04:10P

Marc I. Solomon Attorney At Law Phone: 561-750-1399

Fax: 561-392-6282

Fax Sheet

To: Cynthia

From: Marc Solomon, Esq.

Florida Division of Corporations

Pages: 2, incl cover

Fax#: 850-245-6804

Date: February 19, 2002

Re: DC Enterprises of Broward, Inc.

Hello Cynthia,

To followup our conversation, attached is first page of the Articles of Incorporation for DC Enterprises of Broward, Inc.

Thank you for your assistance.

Marc Solomon

FILED

02 FEB 15 PH 4: 53

SECAL
TALLAHASSEE, FLORIS.

ARTICLES OF INCORPORATION OF DC ENTERPRISES OF BROWARD, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is DC Enterprises of Broward, Inc.

ARTICLE II

The street address of the principal office of the Corporation is 2900 University Drive, Suite 76, Coral Springs, FL 33065

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 100 shares, par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is 4400 N. Federal Highway, Suite 210, Boca Raton, FL 33431. The initial registered agent for the Corporation at that address is Marc I. Solomon, Esq.

ARTICLE V

The general nature of this corporation is to engage in any activity or business permitted under the laws of the state of Florida.

ARTICLE VI

The initial board of directors shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The name and address of the person who will serve on the initial board of directors are:

Name/Address

David Cochrane, 2900 University Drive, Suite 76, Coral Springs, FL 33065

ARTICLE VII

The names and street address of the person signing these articles of incorporation are:

Name/Address

David Cochrane, 2900 University Drive, Suite 76, Coral Springs, FL 33065

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation on January 25, 2002.

Signature /Incorporator

<u>//25/02</u> Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Signature/Registered Agent

Date