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03 JUN 23 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS&/25/03

**DFAC ENTERPRISES INC
336 SOUTH WASHINGTON AVENUE
TITUSVILLE, FLORIDA 32796**

JUNE 19, 2003

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

SUBJECT: DFAC ENTERPRISES INC

DEAR SIR:

ENCLOSED PLEASE FIND THE FOLLOWING

1. THE ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION FOR THE SUBJECT CORPORATION. PLEASE CERTIFY ONE COPY AND RETURN IT TO THE REGISTERED AGENT.
2. OUR CHECK IN THE AMOUNT OF \$87.50 TO COVER THE FILING FEE.
3. DESIGNATION OF REGISTERED AGENT.

KINDLY ACKNOWLEDGE FILING OF THESE ARTICLES OF INCORPORATION, IN COMPLIANCE WITH FLORIDA LAW AND RETURN THE CERTIFIED COPY OF THE ARTICLES OF INCORPORATION TO THE UNDERSIGNED.

THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

SINCERELY,

DFAC ENTERPRISES INC

A handwritten signature in black ink, appearing to read 'Michael Cunningham', with a stylized flourish at the end.

MICHAEL CUNNINGHAM

ARTICLES OF INCORPORATION OF

DFAC ENTERPRISES INC

THE UNDERSIGNED INCORPATORS, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I. NAME

THE NAME OF THE CORPORATION SHALL BE:
DFAC ENTERPRISES INC

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

THE PRINCIPAL OFFICE OF THE CORPORATION IS LOCATED AT **366 SOUTH WASHINGTON AVE, TITUSVILLE, FLORIDA 32796**, AND THE MAILING ADDRESS OF THE CORPORATION IS THE SAME.

ARTICLE III. PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY OR ALL LAWFUL BUSINESS.

ARTICLE IV. SHARES

THIS CORPORATION IS AUTHORIZED TO ISSUE 10000 SHARES OF \$10,000.00 PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES"

ARTICLE V. INITIAL OFFICERS/ DIRECTORS

THIS CORPORATION SHALL HAVE TWO INITIAL OFFICERS AND TWO BOARD OF DIRECTOR MEMBERS. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BYLAWS BUT NEVER SHALL BE LESS THAN ONE.
THE NAME AND ADDRESS OF THE INITIAL OFFICERS ARE:

MICHAEL CUNNINGHAM
385 GEORGIA BLVD
SEBASTIAN, FLORIDA 32958

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THE NAMES AND ADDRESS OF THE DIRECTORS ARE:

MICHAEL CUNNINGHAM
385 GEORGIA BLVD
SEBASTIAN, FLORIDA 32958

ARTICLE VI. REGISTERED AGENT

THE NAME AND FLORIDA STREET ADDRESS OF THE REGISTERED AGENT
IS: LOUIS VENUTI
400 ORANGE STREET
TITUSVILLE, FL 32796

ARTICLES VII. INCORPORATOR

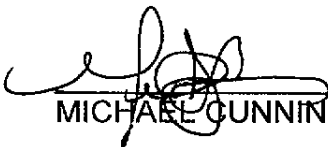
THIS CORPORATION SHALL HAVE TWP INCORPORATORS.
THE NAMES AND ADDRESS OF THE INCORPORATORS OF THIS
CORPORATION ARE:

MICHAEL CUNNINGHAM
385 GEORGIA BLVD
SEBASTIAN, FLORIDA 32958

ARTICLE VIII. AMENDMENTS

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY
PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION, OR
ANY AMENDMENT HERETO, BY A MAJORITY VOTE OF THE BOARD OF
DIRECTIONS.

THE UNDERSIGNED INCORPORATOR HAVE EXECUTED THESE ARTICLES
OF INCORPORATION THIS 14TH DAY OF FEBRUARY 2003.



MICHAEL CUNNINGHAM

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS 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 CORPORATION IS:
AFAC ENTERPRISES INC.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE
IS:
**LOUIS VENUTI
400 ORANGE STREET
TITUSVILLE, FL 32796**

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.



LOUIS VENUTI
JUNE 19, 2003

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