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ATTORNEYS-AT-LAW

October 3, 2003

#### VIA FEDERAL EXPRESS DELIVERY

Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re:

DBC Insurance Services, Inc. Domestication of Corporation

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

#### FEES:

Certificate of Domestication \$ 50.00 Articles of Incorporation and Certified Copy \$ 78.25

Total to Domesticate and File

\$128.75

Please file the Certificate of Domestication and Articles of Incorporation and return a certified copy of the Articles to this office.

If you have any questions, please do not hesitate to contact me. Thank you for your assistance in this matter.

Sincerely,

Cynthia M. Hendricks Estate Planning Paralegal

/cmh Enclosures

EDWARD E. WOLLMAN
MASTER OF LAW IN TAXATION
BOARD CERTIFIED WILLS, TRUSTS & ESTATES LAWYER

Charles R. Gehrke Board Certified Wills, Trust & Estate Lawyer ERIC L. SOLOMON
ALSO ADMITTED TO:
NEW YORK & CONNECTICUT BARS

n Churches

Mary E, Liszewski Eugene Greener Jr. Of Counsel

### CERTIFICATE OF DOMESTICATION

Th	e undersigned, <u>Daniel Lee Brooks</u> , <u>President</u>	<b>5</b>			
	(Name) (Title)				
of	DBC Insurance Services, Inc. a foreign corporation,  (Corporation Name) accordance with s. 607.1801, Florida Statutes, does hereby certify:				
Ш	accordance with \$. 607.1801, Florida Statutes, does hereby certify.				
I.	The date on which corporation was first formed was August 3, 1993.	41 414			
2.	. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise				
	came into being was California	******			
3.	. The name of the corporation immediately prior to the filing of this Certificate of Domestication  wasDBClInsurance Services, Inc				
4.	The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to				
	s. 607.0202 and 607.0401 with this certificate is	,			
	DBC Insurance Services, Inc.				
5.	5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was  California				
6.	Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.	nt			
an	Daniel Lee Brooks  m, of _DBC Insurance Services, Inc., 12830 Silverth  Bonita Springs and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done	, FL 341			
so	this the 12th day of September . 2003.				
	(Authorized Signature)				
	Filing Fee:  Certificate of Domestication \$50.00  Articles of Incorporation and Certified Copy \$78.75  Total to domesticate and file \$128.75	 -			

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SECRETARY OF STATE
TALLAMASSEE, FLORDA

#### ARTICLES OF INCORPORATION

OF

#### DBC INSURANCE SERVICES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I NAME

The name of the corporation shall be:

DBC INSURANCE SERVICES, INC.

The principal place of business and mailing address of this corporation shall be:

12830 Silverthorn Court Bonita Springs, FL 34135

#### ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

#### ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock at \$1.00 par value.

#### ARTICLE IV REGISTERED AGENT

Initial registered office of the corporation shall be:

5129 Castello Drive, Suite 1 Naples, Florida 34103 FILED

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SECRETARY OF STATE
TABLE SHASSEE, FLORIDA

and the name of the initial registered agent shall be:

Edward E. Wollman, Esq.

#### ARTICLE V EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

#### ARTICLE VII SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

## ARTICLE VIII ELECTION OF SUBCHAPTER S

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

## ARTICLE IX OFFICERS AND DIRECTORS

The qualifications for officers and directors and the manner of their admission are to be regulated as set forth in the By-Laws of the Corporation.

## ARTICLE X INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Daniel Lee Brooks 12830 Silverthorn Court Bonita Springs, FL 34135

IN WITNESS WHEREOF, the undersigned has hereto set forth his day of September, 2003.  DANIEL LEE BROOF Incorporator	Ex Front
STATE OF FLORIDA COUNTY OF COLLIER	
The foregoing instrument was acknowledged before me this	endrick_

Print Name, Notary Public

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

EDWARD E. WOLLMAN

SECRETARY OF STATE