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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

104-29641

TSR/12/04

FRAZIER, HOTTE & ASSOCIATES, P.A.

ATTORNEYS AT LAW

ROBERT W. FRAZIER, Jr., Esq.
JOHN F. HOTTE, Esq.

Of Counsel:
ME DANIEL HOTTE*, LLL
*admitted to practice
only in the Province
of Quebec, Canada

July 27, 2004

Secretary of State
State of Florida
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 32399

IN RE: PA-USA, INC.

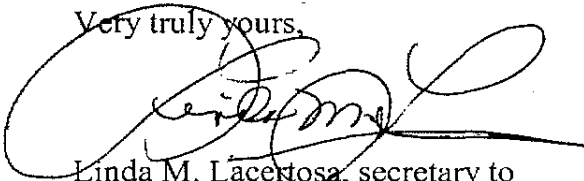
Gentlemen:

Enclosed herewith please find duplicate original Articles of Incorporation for PA-USA, INC., together with our check in the amount of \$78.50, which represents \$70.00 for filing fee and \$8.75 for certified copy of the Articles.

Please return a certified copy of the Articles, after filing, to the undersigned.

Should you require further assistance, or if you might have any questions or comments regarding the foregoing, please do not hesitate to contact me.

Very truly yours,



Linda M. Lacertosa, secretary to
ROBERT W. FRAZIER, JR., ESQ.
lrl:encl.

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

August 3, 2004

FRAZIER, HOTTE & ASSOCIATES, P.A.
2400 E COMMERCIAL BLVD STE 826
FT LAUDERDALE, FL 33308

SUBJECT: PA-USA, INC.
Ref. Number: W04000029621

We have received your document for PA-USA, INC. and your check(s) totaling \$78.50. 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) 245-6927.

Tracy Smith
Document Specialist
New Filings Section

Letter Number: 404A00048416

ARTICLES OF INCORPORATION

OF

D B MONEY MANAGEMENT, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

D B MONEY MANAGEMENT, INC.

The address of the principal office of this corporation shall be 314 Venetian Drive, Unit 11, Delray Beach, Florida 33483 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

The purpose of this Corporation is to transact 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 1,000 shares of common stock having a \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308 and the name of the initial registered agent of this Corporation at this address is Robert W. Frazier, Jr., Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

FILED
AUG 12 2007
CLERK OF DISTRICT COURT
JULIA A. STEELE

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) director, initially, The name and street address of the initial member of the Board of Directors is:

Horst Franke
314 Venetian Drive
Unit 11
Delray Beach, Florida 33483

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successors are appointed or elected is:

President/Secretary/Treasurer:

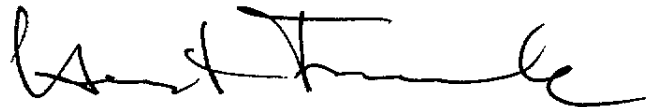
Horst Franke
314 Venetian Drive
Unit 11
Delray Beach, Florida 33483

ARTICLE VIII. INCORPORATOR

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

Horst Franke
314 Venetian Drive
Unit 11
Delray Beach, Florida 33483

IN WITNESS WHEREOF, the undersigned has hereunto set his hand on this
26 day of July, 2004.



HORST FRANKE

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

I, ROBERT W. FRAZIER, JR., ESQ., having a place of business at 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308 and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607, Florida Statutes.


ROBERT W. FRAZIER, JR., ESQ.

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FILED
04 AUG 12 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA