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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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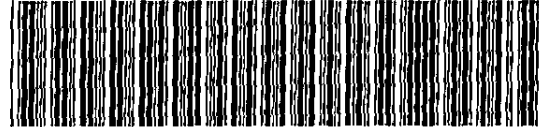
(Business Entity Name)

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05 MAY -9 AM 8:47

ALL AMERICAN, FLORIDA

1600 MAY 11 2005

The Law Office of
Joel B. Fein, P.A.
Joel B. Fein, Esquire

*510 Vonderburg Drive
Suite 3006
Brandon, FL 33511*

*Telephone: (813) 654-7004
Facsimile: (813) 653-9149*

May 5, 2005

Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

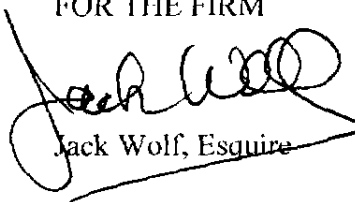
Re: dB Technologies, Inc.

To Whom It May Concern:

Enclosed please find check number 2709 in the amount of \$78.75 and the Articles of Incorporation of the subject corporation. I also enclose a stamped, self-addressed envelope for your convenience in returning the articles to us. Thank you.

If you have any comments or questions, please feel free to call or write.

Sincerely,
FOR THE FIRM



Jack Wolf, Esquire

encl

**ARTICLES OF INCORPORATION
OF
dB Technologies, Inc.**

ARTICLE I—NAME

The name of this corporation is **DB Technologies, Inc.**

ARTICLE II—DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III—PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including electronic design services.

ARTICLE IV—CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of Zero Dollar (\$0.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V—PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI—INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 9921 Kenda Drive, Riverview, FL 33569, and the name of the initial registered agent of this corporation at that address is **DAVID BAILEY**.

ARTICLE VII—INITIAL BOARD OF DIRECTORS

This corporation shall have One director, constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however,

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there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

DAVID F. BAILEY
President
9921 Kenda Drive
Riverview, FL 33569

ARTICLE VIII—INCORPORATORS

The name and address of the Incorporator signing these articles is:

DAVID F. BAILEY
9921 Kenda Drive
Riverview, FL 33569

ARTICLE IX—INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X—AMENDMENT

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 Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the _____ day of May, 2005.

By 
DAVID F. BAILEY
Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the below mentioned 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:

dB Technologies, Inc.

2. The name and street address of the registered agent and office is:

**DAVID F. BAILEY
9921 Kenda Drive
Riverview, FL 33569**

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I, **David F. Bailey**, have been named as registered agent and agree to accept service of process for the above 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.


DAVID F. BAILEY