

Stephen Goldman
8122 Glades Road, Suite 294
Boa Raton, FL. 33434

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

March 22, 1995

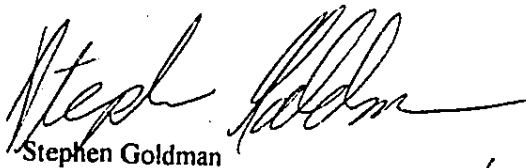
RE: Articles of Incorporation of DEB-LLOYD CORP.

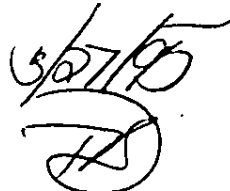
Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above Corporation and a check in the amount of \$122.50. Upon filing of the enclosed, please return a certified copy of same to the undersigned.

Stephen Goldman
8122 Glades Road, Suite 294
Boa Raton, FL. 33434
(407) 451-1330

Very truly yours,


Stephen Goldman



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55 MAR 24 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
DEB-LLOYD CORP.**

The undersigned incorporator, 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 **DEB-LLOYD CORP.** Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors or Stockholders.

**ARTICLE II
(PURPOSE)**

The general nature of the business to be transacted by the corporation and the powers and rights of the corporation shall include any or all lawful business.

**ARTICLE III
(CAPITAL STOCK)**

The maximum number of shares of common stock that the corporation is authorized to issue is Five Hundred (500) shares of One (\$1.00) Dollar par value.

**ARTICLE IV
(PRINCIPAL OFFICE)**

The principal place of business and mailing address of this corporation shall be located at 8122 Glades Road, Suite 294, Boca Raton, FL. 33434

**ARTICLE V
(EXISTENCE AND EFFECTIVE DATE)**

The corporation shall have perpetual existence. The date when the corporation existence

shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereon, and are subsequently approved by the Secretary of State and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved.

ARTICLE VI
(INCORPORATORS)

The name and street address of the Incorporator to these Articles of Incorporation is Stephen Goldman residing at Northhampton P/313, Century Village, West Palm Beach, FL. 33417

ARTICLE VII
(DIRECTORS)

The name and street address of the Director to these Articles of Incorporation is Stephen Goldman residing at Northhampton P/313, Century Village, West Palm Beach, FL. 33417 There shall be not less than one (1) director.

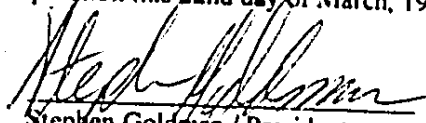
ARTICLE VIII
(OFFICERS)

Stephen Goldman shall be designated the President, Treasurer and Secretary of DEB-LLOYD CORP.

ARTICLE IX
(INITIAL REGISTERED AGENT AND ADDRESS)

The initial Registered Agent and address is Stephen Goldman residing at Northhampton P/313, Century Village, West Palm Beach, FL. 33417

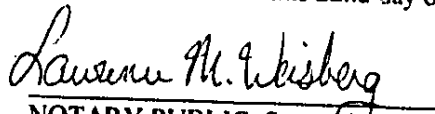
The undersigned has executed these Articles of Incorporation this 22nd day of March, 1995.


Stephen Goldman / President

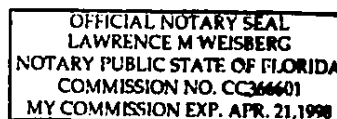
STATE OF FLORIDA)
) S.S.:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County above named to take acknowledgments, personally appeared Stephen Goldman to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this 22nd day of March, 1995.


NOTARY PUBLIC, State of Florida

My Commission Expires:



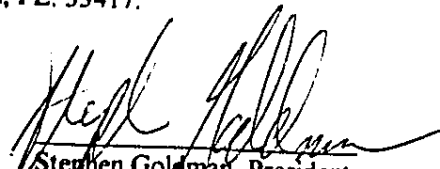
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, 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.

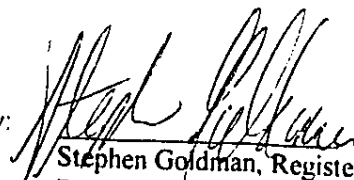
1. The name of the corporation is DEB-LLOYD CORP.
2. The name and the address of the registered agent and office is: Stephen Goldman, Northhampton P/313, Century Village, West Palm Beach, FL. 33417.

Signature


Stephen Goldman, President
Dated: 3/22/95

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 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.

By:


Stephen Goldman, Registered Agent
Dated 3/22/95