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* SHART, BUNN, CHILTON & HOLDEN
BY THE FLORIDA BAR
ADMITTED IN FLORIDA AND CALIFORNIA

May 1, 1995

The Honorable Sandra Mortham
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

300001478743
-05/03/95--01125--012
****122.50 ****122.50

Re: DTD ENTERPRISES, INC.

Dear Ms. Mortham:

Enclosed herewith for filing are Articles of Incorporation and Resident Agent Form for the above corporation. A copy of the Articles is also enclosed to be certified and returned to this office at your earliest convenience in the envelope provided.

We enclose herewith our check in the amount of \$122.50 which represents the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Resident Agent Form	<u>35.00</u>
Total	\$122.50

300001484423
-05/11/95--01023--019
*****8.75 *****8.75

If you have any questions regarding this matter please give my secretary, Lynn Scott, or me a call. Your assistance and cooperation are greatly appreciated.

Very truly yours,

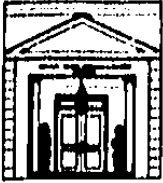
Robert J. Stambaugh
ROBERT J. STAMBAUGH

RJS/lb
enclosures
cc: clients

Lynn Scott GAVE
AUTHORIZATION BY PHONE TO

CORRECT *RA Cert.*
DATE *5/8/95*
DOC EXAM *Louis Brown*

D. BROWN MAY - 9 1995



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*Member Certified Civil Trial Lawyer
By the Florida Bar
Admitted in Florida and California

May 5, 1995

Attention: **Ms. Doris Brown**
New Filings Department
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: DTD ENTERPRISES, INC./DTDT ENTERPRISES, INC.

Dear Ms. Brown:

I certainly appreciate your assistance to my secretary, Lynn Scott today regarding the referenced names. I understand that the name DTD Enterprises, Inc. is not available and the name DTDT Enterprises, Inc. is available. I also understand that when the DTD Articles of Incorporation and Resident Agent form reach your desk that you will make the necessary changes in the documents to assure that the new corporation will be **DTDT Enterprises, Inc.**

Also, please forward a Certificate of Good Standing on DTDT Enterprises, Inc. when you return the certified copy of Articles to this office. Enclosed is this firm's check in the amount of \$8.75 to cover your fee for same.

I will appreciate receiving these documents as soon as possible - time is of the essence. Again, thank you for your consideration and assistance. Please feel free to give Lynn, or me, a call if you have any questions regarding this letter or this matter in general.

Very truly yours,

Robert J. Stambaugh

ROBERT J. STAMBAUGH

RJS/lis
enclosures
cc: clients

ARTICLES OF INCORPORATION
OF
DTDT ENTERPRISES, INC.

FILED
25 MAY -3 AM 9:54
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is DTDT Enterprises, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 99 Sixth Street, S.W., Winter Haven, Florida 33880.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation will have one class of stock and is authorized to have outstanding 10,000 shares at any one time. The one class of stock has unlimited voting rights and, upon dissolution, is entitled to receive the net assets of the corporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 99 Sixth Street, S.W., Winter Haven, Florida 33880, and the name of the initial registered agent of this corporation at that address is Robert J. Stambaugh.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation, which shall consist of two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE VII - INCORPORATORS

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

Robert J. Stambaugh
99 Sixth Street, S.W.
Winter Haven, Florida 33880

The original incorporator of this corporation may sell, exchange, assign, or transfer all of the stock subscribed for in these Articles of Incorporation, and deliver these Articles of Incorporation, together with the good will and corporate franchises of this corporation to the transferees or assignees; and in such event, all current directors shall thereupon expire and a new election shall be called and held by the transferees for the election of new directors to hold office until their successors are elected and qualify thereafter in due course from time to time.

IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 1st day of May, 1995.


Robert J. Stambaugh

STATE OF FLORIDA

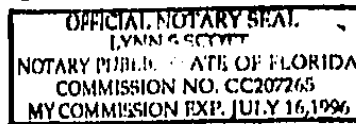
COUNTY OF POLK

The foregoing was acknowledged before me by Robert J. Stambaugh, who is personally known to me, this 15 day of May, 1995.

Lynn S. Scott

LYNN S. SCOTT

Notary Public State of Florida
My Commission Expires: _____



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

FILED
95 MAY -3 AM 9:54
TALLAHASSEE, FLORIDA

In accordance with Chapter 607.0505, Florida Statutes, the following is submitted in compliance with said Act:

DTDT ~~DTD~~ ENTERPRISES, INC., desiring to organize under the laws of the State of Florida, with its principal office in the City of Winter Haven, County of Polk, and State of Florida, has named Robert J. Stambaugh, 99 Sixth Street, S.W., Winter Haven, Florida 33880, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated herein, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated: May 1, 1995


Robert J. Stambaugh