

PP50000569/6

Donald Beck
4064 Forest Hills Blvd, Suite 1
West Palm Beach, FL 33406
(407) 641-9406

June 24, 1995

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

*****70.00 *****70.00

Re: Articles of Incorporation
DB Insurance, Inc.

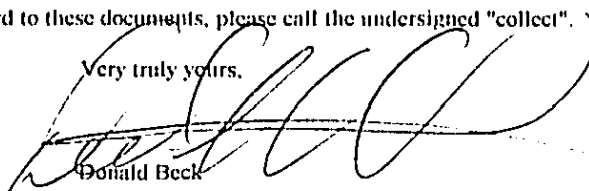
Gentlemen:

I enclose two copies of the Articles of Incorporation for DB Insurance, Inc., and a money order in the amount of \$ 70.00, which amount was computed as follows:

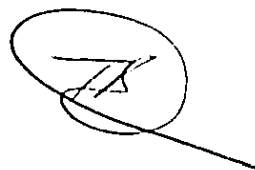
Filing Fee.....\$ 35.00
Prepayment of Resident Agent certificate.....\$ 35.00
Total.....\$ 70.00

If you have any questions with regard to these documents, please call the undersigned "collect".

Very truly yours,


Donald Beck

Enclosures

7/24/95


ARTICLES OF INCORPORATION
OF

DB Insurance, Inc.
a Florida Corporation

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I
CORPORATE NAME AND PRINCIPAL OFFICE

The name and principal office of this Corporation shall be:
DB Insurance, Inc.
4064 Forest Hills Blvd, Suite 1
West Palm Beach, FL 33406

ARTICLE II
NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time the maximum number of shares of stock having a par value of \$.01 per share separated into the following classes:

- 1) 500 Class A common shares which shall be non-voting and which shall otherwise have the same rights as the Class B shares;
- 2) 500 Class B common shares which shall be entitled to vote on all matters, each share having one (1) vote.

ARTICLE IV
PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V
EXISTENCE

The Corporation shall have a perpetual existence, unless sooner dissolved according to law.

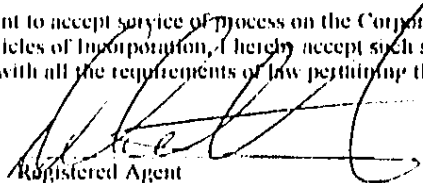
ARTICLE VI
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT:	Donald Beck
INITIAL REGISTERED OFFICE:	4064 Forest Hills Blvd, Suite 1 West Palm Beach, FL 33406

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.


Registered Agent

ARTICLE VII INITIAL DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of directors may be increased or decreased from time to time, by the By-Laws adopted by the shareholders, but shall never be less than one (1) nor more than seven (7).

ARTICLE VIII INITIAL DIRECTORS

The name and address of the member of the initial Board of Directors is:

Donald Beck
4064 Forest Hills Blvd, Suite 1
West Palm Beach, FL 33406

ARTICLE IX CUMULATIVE VOTING FOR DIRECTORS

At all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a singular director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

ARTICLE X INCORPORATOR

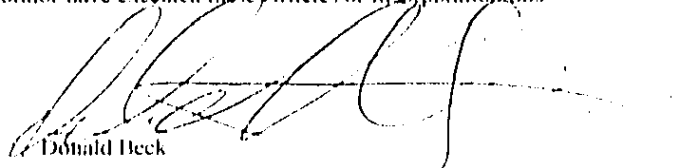
The name and address of the Incorporator executing these Articles of Incorporation is:

Donald Beck
4064 Forest Hills Blvd, Suite 1
West Palm Beach, FL 33406

ARTICLE XI AMENDMENT OF ARTICLES

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, I, the Incorporator have executed these Articles of Incorporation, this 24th day of June, 1995


Donald Beck

STATE OF FLORIDA
COUNTY OF Palm Beach

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) ss.
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BEFORE ME, the undersigned authority, an officer duly qualified to administer oaths and take acknowledgements in the State and County aforesaid, personally appeared Donald Beck, to me known to be the Incorporator described in and who executed the foregoing Articles of Incorporation, and he duly acknowledged to me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in West Palm Beach, Palm Beach County, Florida this 24th day of June, 1995.


Notary Public, State of Florida at Large

