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P96000028336

ACCOUNT NO. : 072100000032

REFERENCE : 900836 161599A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 29, 1996

ORDER TIME : 10:19 AM

ORDER NO. : 900836

CUSTOMER NO: 161599A

CUSTOMER: Daryl B. Cramer, Esq  
DARYL B. CRAMER, P.A.

1 Clearlake Centre, Suite 201  
250 Australian Avenue  
West Palm Beach, FL 33401-5010

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-01 29/96--01076--024  
\*\*\*122.50 \*\*\*122.50

DOMESTIC FILING

NAME: DBC EXCHANGE CORPORATION

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS:

FILED  
95 MAR 29 AM 9:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
95 MAR 29 PM 12:21  
DIVISION OF CORPORATION

APR 2 1996

B3B

ARTICLES OF INCORPORATION  
OF  
DBC EXCHANGE CORPORATION

FILED

96 MAR 29 AM 9:06

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I  
Name of Corporation

The name of this Corporation shall be DBC EXCHANGE CORPORATION (the "Corporation").

ARTICLE II  
Mailing Address

The mailing address of the Corporation is One Clearlake Centre, 250 Australian Avenue South, Suite 201, West Palm Beach, Florida 33401-5010.

ARTICLE III  
Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.
- (b) For the purpose of transacting any or all lawful business.
- (c) To do any and everything pertinent to the above.

ARTICLE IV  
Capital Stock

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V**  
**Preemptive Rights**

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI**  
**Corporate Duration**

This Corporation shall have perpetual duration unless sooner dissolved by law.

**ARTICLE VII**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this Corporation is c/o Daryl B. Cramer, P.A., One Clearlake Centre, 250 Australian Avenue South, Suite 201, West Palm Beach, Florida 33401-5010, and the name of the initial registered agent of this Corporation at that address is Daryl B. Cramer, Esq.

**ARTICLE VIII**  
**Board of Directors**

This Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1).

The name and address of the initial director of this Corporation is as follows:

Daryl B. Cramer	One Clearlake Centre
	250 Australian Avenue South
	Suite 201
	West Palm Beach, Florida 33401-5010

**ARTICLE IX**  
**Bylaws**

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE X**  
**Indemnification**

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

**ARTICLE XI**  
**Incorporator**

The name and address of the person signing these Articles is as follows:

Daryl B. Cramer  
Daryl B. Cramer, P.A.  
One Clearlake Centre  
250 Australian Avenue South, Suite 201  
West Palm Beach, Florida 33401-5010

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of  
Incorporation this 21<sup>st</sup> day of March, 1996.

  
\_\_\_\_\_  
Daryl B. Cramer, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

THAT DBC EXCHANGE CORPORATION, DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL REGISTERED  
OFFICES BEING c/o DARYL B. CRAMER, P.A., ONE CLEARLAKE CENTRE, 250  
AUSTRALIAN AVENUE SOUTH, SUITE 201, WEST PALM BEACH, FLORIDA 33401-5010  
HAS NAMED DARYL B. CRAMER, ESQ., LOCATED AT DARYL B. CRAMER, P.A.,  
ONE CLEARLAKE CENTRE, 250 AUSTRALIAN AVENUE SOUTH, SUITE 201, WEST  
PALM BEACH, FLORIDA 33401-5010, AS ITS AGENT TO ACCEPT SERVICE OF  
PROCESS WITHIN FLORIDA.

  
DARYL B. CRAMER, Incorporator

Dated: March 21, 1996

FILED  
95 MAR 29 AM 9:06  
SECTION 607.0505, FLORIDA  
TALLAHASSEE

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED  
IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I  
FURTHER AM FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF  
ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY  
DUTIES, INCLUDING THE PROVISIONS OF SECTION 607.0505, FLORIDA STATUTES.

  
DARYL B. CRAMER, Registered Agent

Dated: March 21, 1996