

TRANSMITTAL LETTER

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FROM: BEATTY & ASSOCIATES
Name
1100 Deer Gulley Court
Address
Apopka, Florida 32712
City, State, & Zip
(407) 886-0877
Telephone Number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 26 AM 11:55

Note: Additional copy of articles is needed only when certified copy is requested.

of 5/1/96

ARTICLES OF INCORPORATION
OF
D & S UNLIMITED INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 26 11:11:55

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the Corporation (which is hereafter called the "Corporation") is D & S UNLIMITED INC.

ARTICLE II

The principal place of business and mailing address of this Corporation shall be:
1188 Foxforrest Circle Apopka, FL.

ARTICLE III

The Corporation is authorized to issue one class of shares having a total number of One Thousand (1000) shares with a par value of \$ 1.00 per share.

ARTICLE IV

The Street Address of this Corporation's Registered office is 1188 Foxforrest Circle Apopka, FL 32712 and the name of its' Registered Agent at such address is David Dawkins.

ARTICLE V

The name and address of the Incorporator is:

<u>NAME</u>	<u>Address</u>
David Dawkins	1188 Foxforrest Circle Apopka, FL 32712

ARTICLE VI

The Corporation may engage in any lawful business, not required to be specifically stated in the Articles of Incorporation, for which a corporation may be organized under the Act.

ARTICLE VII

Board of Directors

The initial Board of Directors shall be composed of One (1) member. This number may be increased or decreased from time to time by an amendment to the By-Laws of the Corporation.

ARTICLE VIII

Information on Directors

The name and address of the persons who are to serve as the Directors of the Corporation until the first annual meeting of the shareholders or until their successor be elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
David Dawkins	1188 Foxforrest Circle Apopka, FL 32712

ARTICLE IX

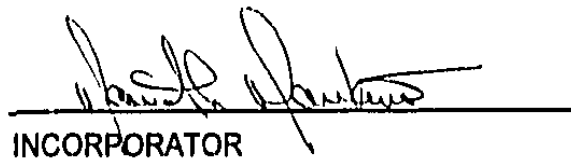
No contract or other transaction between this Corporation and any other Corporation shall be affected by the fact that any director of this corporation is interested in, or is a director or officer of such other corporation, and any director individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested; and no contract or other transaction of this corporation shall be affected by the fact that any director of this Corporation is a party in any way connected with such person, firm, or corporation, and every person who may become a director of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association, or corporation in which he may be in any manner interested.

ARTICLE X

Indemnification of Directors

The Corporation shall indemnify any and all of its directors or officers or former directors or former officers or any person who may hence serve at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor against expenses actually and necessarily incurred by them in connection with the defense or settlement of any action, suit or proceeding brought or threatened in which they, or any one of them, are or might be made parties, or a party, by reason of being or having been directors or officers of a director or an officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled, under any By-Law, agreement, vote of stockholders or otherwise.

IN WITNESS WHEREOF, the undersigned, being an Incorporator of this Corporation,
executes these Articles of Incorporation and certifies to the truth of the facts herein
stated this 19th day of April, 1996.


INCORPORATOR

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

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: D & S UNLIMITED INC.

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

David Dawkins

(NAME)

1188 Foxforrest Circle

(P.O. BOX NOT ACCEPTABLE)

Apopka FL. 32712

(CITY/STATE/ZIP)

SIGNATURE

TITLE

DATE

David R. Dawkins
Reg. Agent
4-22-96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 26 4:11:55

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 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.

SIGNATURE

DATE

David R. Dawkins
4-22-96