

P96000044711

May 17, 1996

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

FILED
MAY 20 PM 3:32
TALLAHASSEE, FLORIDA
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-05/21/96--01035--0118
***122.50 ***122.50

My name is Anthony D. Borzillo and I have been working as a public accountant for the past six years. I have also resided in the city of Miami, Florida for the past six years. Prior to that I lived in Tampa, Florida where I attended the University of Tampa.

The company I am forming is going to provide various financial and credit related consulting services. The primary source of my business will be derived from word of mouth and mailings. I will be operating out of my home; however, I will be utilizing an outsourced office service for phone answering and a mailing address. It would be most appreciated if all correspondence was forwarded to my home address for the time being. My address is as follows:

Anthony D. Borzillo
3172 S.W. 27th Ave #7
Miami, Florida 33133

D. BROWN MAY 24 1996

**ARTICLES OF INCORPORATION
OF
ADB FINANCIAL SERVICES, INC.**

FILED
JUL 11 1982
TAMPA, FLORIDA
CLERK OF DISTRICT COURT

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

The name of the corporation is ADB Financial Services, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

The corporation is authorized to issue one hundred (100) shares, all of one class at one dollar (\$1.00) par value.

ARTICLE V

The name of the initial registered agent and the mailing address of this corporation is as follows:

Anthony L. Borzillo, Jr.
2521 West Diana Street
Tampa, Florida 33614

ARTICLE VI

This corporation shall have one director initially. The number of directors may either be increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial director of this corporation is:

Anthony D. Borzillo
3172 Southwest 27th Avenue, #7
Miami, Florida 33133

ARTICLE VII

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

Anthony D. Borzillo
3172 Southwest 27th Avenue, #7
Miami, Florida 33133

ARTICLE VIII


The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments hereto, and any rights conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 9 day of May, 1996.


Anthony D. Borzillo

STATE OF FLORIDA)
 SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared ANTHONY D.
BORZILLO, known to me to be the person described in and who executed the foregoing
Certified of Incorporation of ADB Financial Services, Inc. and he acknowledged before
me that he freely and voluntarily did so according to law.


Notary Public

My Commission Expires:



SANDRA M. CARLTON
MY COMMISSION # CC433445 EXPIRES
May 26, 1999
BONDED THROUGH TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

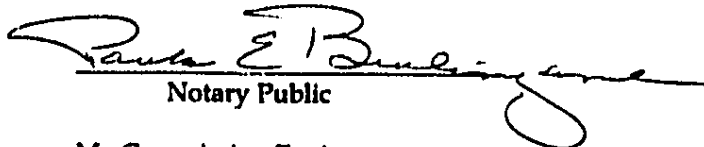
I, ANTHONY L. BORZILLO, Jr., do hereby accept the Office of Registered Agent for the corporation of ADB Financial Services, Inc. and the responsibilities and duties hereof.


Anthony L. Borzillo, Jr.

Communication Provided Florida Driver
(S) No / did / did not take an oath WIDEORSE

STATE OF FLORIDA)
SS:
COUNTY OF HILLSBOROUGH)

BEFORE ME, the undersigned authority, personally appeared ANTHONY L. BORZILLO, JR., to me known to be the person described in and who executed the foregoing Acceptance of the Office of Registered Agent for the corporation ADB Financial Services, Inc. and he acknowledged that he freely and voluntarily did so according to law.


Notary Public

My Commission Expires:

ADB/Article



PAULA E. BURLINGAME
MY COMMISSION # CC374828 EXPIRES
May 21, 1998
BONDED THRU TROY FAY INSURANCE, INC.