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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 966162 11199A

AUTHORIZATION :

COST LIMIT : *Patricia Pizutti*

ORDER DATE : May 24, 1996

ORDER TIME : 11:26 AM

ORDER NO. : 966162

CUSTOMER NO: 11199A

300001248223

CUSTOMER: Ronald L. Siegel, Esq
RONALD L. SIEGEL, ESQ

Suite 302
1900 Corporate Boulevard, N.w.
Boca Raton, FL 33431

DOMESTIC FILING

NAME: D.B. DEVELOPMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: DANIEL LEGGETT

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 29 AM 9:17

cl
5/30/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 29 AM 9:17

ARTICLES OF INCORPORATION
OF
D.B. DEVELOPMENT, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

D.B. DEVELOPMENT, INC.

The address of the principal office of this corporation shall be 773 Cypress Green Circle, Wellington, Florida 33414, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$.10 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1800 Corporate Boulevard Northwest, Suite 302, Boca Raton, Florida 33431, and the name of the initial registered agent of the corporation at that address is Ronald L. Siegel, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Douglas Brough
Dir.

773 Cypress Green Circle
Wellington, Florida 33414

David Bowlby
Dir.

2761 Village Boulevard, #402
West Palm Beach, Florida 33409

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Douglas Brough
Pres.

773 Cypress Green Circle
Wellington, Florida 33414

David Bowlby
V.Pres./Sec./Treas.

2761 Village Boulevard, #402
West Palm Beach, Florida 33409

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on May 29, 1996.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*

Its Agent, Gail Shelby

dwl

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 MAY 29 AM 9:17

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That D.B. DEVELOPMENT, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at 1800 Corporate Boulevard, N.W., Suite 302, Boca Raton, Florida 33431, has named RONALD L. SIEGEL, ESQUIRE of 1800 Corporate Boulevard, N.W., Suite 302, Boca Raton, Florida 33431, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-captioned Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Ronald L. Siegel
RONALD L. SIEGEL, ESQUIRE