

P96000047000

TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATION
P. O. BOX 6327
TALLAHASSEE, FL 32314

SUBJECT: DBN & ASSOCIATES, INC.

Enclosed is an original and one (1) copy of the articles of Incorporation and a check for

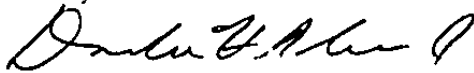
<u> </u> \$70.00 Filing Fee	<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certificate	<u> </u> \$122.50 Filing Fee & Certified copy	<u> </u> \$131.25 Filing Fee & Certified
copy			& Certificate

ADDITIONAL COPY REQUIRED

FROM: Donald H. Phipps Jr.
117 E. Brandon Blvd., suite 2
Brandon, FL 33511
tel 813-681-2000

100001850021
-06/04/96--01064--004
*****78.75 *****78.75

Thank you.


Donald H. Phipps Jr.

FILED
96 JUN -4 /11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SMB
6/4/96

**ARTICLES OF INCORPORATION
OF
DBN & ASSOCIATES, INC.**

FILED
96 JUN -4 11 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of incorporation under the laws of the State of Florida.

**ARTICLE I
Name**

The name of this corporation is DBN & Associates, Inc.

**ARTICLE II
Street and Mailing Address**

The street address, which is identical to the mailing address, of this corporation is:

DBN & Associates
117 E. Brandon Blvd., suite 2
Brandon, FL 33511

**ARTICLE III
Term of Existence**

This corporation shall commence as of the date hereon and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE IV
Nature of business**

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

**ARTICLE V
Capitol Structure**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE VI
Initial Registered Agent and Registered Office

The initial registered agent of this corporation shall be Donald H. Phipps Jr. The street address of the initial registered office of this corporation, which is identical with the business of the registered agent is 117 E. Brandon Blvd., Suite 2, Brandon, Florida 33511, County of Hillsborough, State of Florida.

ARTICLES VII
Board of Directors

There shall be a board of directors for this corporation which shall not exist of less than one (1).

ARTICLE VIII
Initial Board of Directors

The names and addresses of the initial Board of Directors of this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignations, removal from office or deaths:

Name	Address
Donald H. Phipps Jr.	502 Oakhurst St. Brandon, FL 33511

ARTICLE IX
Incorporator

Name	Address
Donald H. Phipps Jr.	502 Oakhurst St. Brandon, FL 33511

ARTICLE X
Bylaws

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

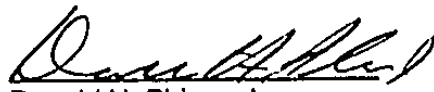
ARTICLE XI
Indemnification

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

ARTICLE XII
Amendment of the Articles of Incorporation

These Articles of Incorporation may be amended at any time by a resolution, adopted by a majority vote of the Board of Directors at any annual or special meeting, provided that at least ten (10) days written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority of the shareholders of the corporation.

IN WITNESS WHEREOF, the incorporator executed these Articles of Incorporation this 4th day of JUNE, 1996.


Donald H. Phipps Jr.
Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

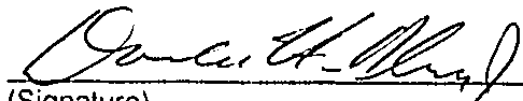
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is DBN & Associates, Inc.
2. The name and address of the registered agent and office is:

Donald H. Phipps Jr.
117 E. Brandon Blvd., suite 2
Brandon, FL 33511

FILED
96 JUN -4 AM 11:13
TALLAHASSEE, FLORIDA

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 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)

6/4/96
(Date)

P96000047000

DBN & ASSOCIATES, INC.
502 OAKHURST ST.
BRANDON, FL 33511

TEL 813-681-2000

TO:

DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

RE: WORKING ADDRESS CHANGE AND MAILING ADDRESS CHANGE FOR
THE ABOVE NAMED CORPORATION, ASSIGNED DOCUMENT NUMBER OF
P96000047000.

LADIES AND/OR GENTLEMEN,

Please be advised that I have changed my working location to:

6108 26th St., West, Suite 1
Bradenton, FL 34207

Also, I have changed my mailing address to:

c/o Donald Phipps Jr.
502 Oakhurst ST.
Brandon, FL 33511

All other information remain the same.

Thank you,



Donald H. Phipps Jr.
president
DBN & Associates, Inc,

Kelley
107-2