

P9600005/559

**DB SOUTHWEST REGIONAL  
ENTERPRISES, INC.**

Secretary of State  
Division of Corporations  
P. O. Box 6377  
Tallahassee, FL 32314

000001862710  
-06/14/96--01086--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: DB SOUTHWEST REGIONAL ENTERPRISES, INC.  
A Florida Corporation For Profit

Dear Sir:

Enclosed please find an original and one copy of  
our articles of incorporation for the above styled  
corporation together with our check for \$70.00.  
there are any additional requirements please let me  
know.

Please mail any correspondence to the registered agent  
DAVID G. BARRELLE, 4313 Cranberry Blvd., North Port, FL  
34286.

Thank you for your time in this matter.

Sincerely,  
*David Barrelle*  
David Barrelle

Enc.

JUN 17 1996

**ARTICLES OF INCORPORATION  
OF  
DB SOUTHWEST REGIONAL ENTERPRISES, INC.**

FILED  
96 JUL 14 AM 8:21  
STATE  
OF FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I      NAME**

The name of the corporation shall be DB SOUTHWEST REGIONAL ENTERPRISES, INC.

**ARTICLE II      NATURE OF BUSINESS**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation. The corporation shall have and exercise all the corporate powers enumerated in or otherwise permitted under the Florida General Corporation Act.

**ARTICLE III      CAPITAL STOCK**

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

**ARTICLE IV      ADDRESS**

The street address of the initial registered office of the corporation shall be 4313 Cranberry Blvd., North Port, FL 34286, and the name of the initial Registered Agent for the corporation at that address is DAVID G. BARRELLE. The principle address and the mailing address of the corporation is the same.

**ARTICLE V      SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code

and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

#### ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually, or until dissolved according to law.

#### ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ARTICLE VIII SELF-DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida. DB SOUTHWEST REGIONAL ENTERPRISES, INC., a corporation organizing under the laws of the State of Florida, with its principal office and registered address located at 4313 Cranberry Blvd., North Port, FL 34286, has named DAVID G. BARRELLE whose address is the same as the principal office and registered address as its Agent to accept service of process within this state.



ACCEPTANCE:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Article, I hereby agree to act in this capacity, and state that I am familiar with, and accept the obligations of Registered Agent, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

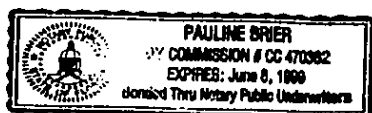
Registered Agent:

David G. Barrelle

STATE OF FLORIDA  
COUNTY OF SARASOTA

FILED  
JUN 14 AM 8:21  
CLERK OF STATE  
TREASURY FLORIDA

BEFORE ME, the undersigned authority, personally appeared DAVID G. BARRELLE, who is personally known to me or who has produced DRIVERS LICENSE as identification and who being by me duly sworn, deposes and says this 11 day of JUNE, 1996 that (s)he has read the foregoing Designation and Acceptance of Registered Agent, knows the contents, and is signing the same of his/her own free will.



Pauline Brier  
NOTARY PUBLIC

Commission No. \_\_\_\_\_

This corporation shall have a minimum of one director. The manner in which Directors are elected or appointed shall be provided for in the bylaws of the corporation. The initial Board of Directors shall consist of:

Peter J. D'Antoni, President, 1971 White Feather Lane, Nokomis, FL 34275

David G. Barrelle, Secretary/Treasurer, 4313 Cranberry Blvd., North Port, FL 34286

#### ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

David G. Barrelle, Secretary/Treasurer, 4313 Cranberry Blvd., North Port, FL 34286

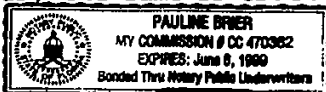
IN WITNESS WHEREOF, the undersigned has hereunto set his/her hand and seal on this 11 day of JUNE, 19 96.

Incorporator:

David G. Barrelle

STATE OF FLORIDA  
COUNTY OF SARASOTA

BEFORE ME, the undersigned authority, personally appeared DAVID G. BARRELLE, who is personally known to me or who has produced Personally Known as identification and who being by me duly sworn, deposes and says this 11 day of JUNE, 1996 that s(he) has read the foregoing Articles of Incorporation, knows the contents, and to the best of his/her knowledge and belief, the same is true.



Pauline Brier  
NOTARY PUBLIC

Commission No. \_\_\_\_\_