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Ludwig J. Abruzzo

ATTORNEY AT LAW

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ADMITTED TO PRACTICE
FLORIDA
NEW YORK

FILED
96 NOV -7 PM 1:12
TALLAHASSEE, FLORIDA

November 4, 1996

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

800001999418--7
-11/07/96--01079--018
*****78.75 *****78.75

Re: Articles of Incorporation of
DEE STAN ENTERPRISES, INC.

Dear Sir:

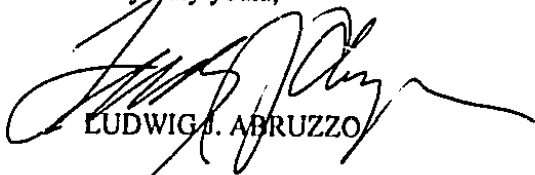
I have enclosed an original and one copy of the Articles of Incorporation and the Certificate of Designation, Registered Agent/Registered Office for Dee Stan Enterprises, Inc., for filing with your office. In addition, a check in the amount of \$78.75 has been included to cover the following fees:

Filing Fees	\$35.00
Certificate of Status/Fact	\$ 8.75
Registered Agent/Designation	<u>\$38.75</u>
Total	\$78.75

Please return a "filed" stamped copy of the Articles to this office at your earliest convenience. A return envelope is provided for your convenience.

Thank you.

Very truly yours,



LUDWIG J. ABRUZZO

LJA:dlb
Enclosures

F. OLSOBER NOV 12 1996

cc: Mr. Stan Hillman

ARTICLES OF INCORPORATION
OF
DEE STAN ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of this corporation is Dee Stan Enterprises, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be

6555 Sand Spur Court
Ft. Myers, FL 33913

ARTICLE III

The purpose of the corporation is to engage in a Private Limo Business and the repair and sale of aprts for and sale of Barbeques.

ARTICLE IV

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 Common Shares with \$1.00 par value per share.

ARTICLE V

The name of the corporation's initial registered agent and the address of the initial registered office of this corporation is as follows:

Name: Ludwig J. Abruzzo, Attorney at Law
Address: 1044 Castello Drive, Suite 101
Naples, Florida 34103

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ARTICLE VI

The Board of Directors shall have the authority to make, repeal, amend or alter all By-Laws of this corporation, subject to the powers of the shareholders to change or repeal such By-Laws

ARTICLE VII

These Articles of Incorporation may be amended only upon a majority vote of all shareholders of record, or by at least seventy-five per cent (75%) of the shareholders voting at a meeting, providing written notice of such proposed amendments shall have been given to all shareholders of record entitled to vote thereon at least ten (10) days prior to the meeting.

ARTICLE VIII

The name and address of the incorporator to these Articles of Incorporation is as follows:

Name: Ludwig J. Abruzzo, Attorney at Law
Address: 1044 Castello Drive, Suite 101
Naples, Florida 34103

The undersigned has executed these Articles of Incorporation this 4 day of November, 1996.

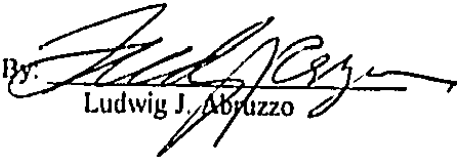
INCORPORATOR


Ludwig J. Abruzzo

ACCEPTANCE BY REGISTERED AGENT

Having been named as the 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.

Date: 11/4/96

By: 
Ludwig J. Abbuzzo

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA