

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
 96 DEC 10 AM 10:11  
 RECEIVED  
 96 DEC 10 AM 9:57  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

AL DEC 10 1996

REQUEST TAKEN CONFIRMED APPROVED  
 DATE 12/9  
 TIME  
 BY CK No.

WALK-IN  
 Will Pick Up 4:30

RE: D+B Holdings International, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> (1) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( )		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ( ) pgs.		
<b>SUBTOTALS</b>		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 50 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

## ARTICLES OF INCORPORATION

FILED

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

96 DEC 10 AM 10:11  
TALLAHASSEE, FLORIDA

### ARTICLE I. NAME

The name of the corporation shall be: **D & B HOLDINGS INTERNATIONAL, INC.**

### ARTICLE II. PRINCIPAL OFFICE

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

D & B Holdings International, Inc.  
8601 4th St. North  
Suite 301  
St. Petersburg, FL 33702

### ARTICLE III. SHARES

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

One Hundred Thousand (100,000) shares at \$.001 par value.

### ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS:

The name and address of the initial registered agent is:

Derek Bartsch  
D & B Holdings International, Inc.  
8601 4th St. North  
Suite 301  
St. Petersburg, FL 33702

### ARTICLE V. INCORPORATOR(S)

The name(s) and address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Derek Bartsch  
D & B Holdings International, Inc.  
8601 4th St. North  
Suite 301  
St. Petersburg, FL 33702

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this  
2<sup>nd</sup> day of December, 1996.

  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

Note: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**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: D & B HOLDINGS INTERNATIONAL, INC.
2. The name and address of the registered agent and office is:

Derek Bartsch  
D & B Holdings International, Inc.  
8601 4th St. North  
Suite 301  
St. Petersburg, FL 33702

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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 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.

  
Signature

12/2/96  
Date

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