

Alan J. Pollock
Attorney at Law

P97000024177

1701 WEST HILLSBORO BOULEVARD, SUITE 207
DEERFIELD BEACH, FLORIDA 33442
TELEPHONE (954) 420-0811
FAX (954) 420-0204

March 11, 1997

Secretary Of State
Corporate Division
Tallahassee, Florida 32304

Re: DBS Design Centers, Inc.

FEDERAL EXPRESS


Gentlemen:

I enclose herewith original and one copy of the Articles of Incorporation for the above non-profit corporation, together with my check in the amount of \$122.50, being the filing fee of \$35.00, \$35.00 Registered Agent Designation, \$52.50 Certified Copy of the Articles.

The name has been reserved by Brad Wazenberg of Deerfield Builders Supply Co., Inc., also my client. The reservation number is R 96000005379 (see attached copy).

Upon approval of the enclosed, please provide me with one certified copy of the Articles.

Sincerely yours,


ALAN J. POLLOCK
AJP/mkp
Encl.
\$122.50

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-03/12/97--01073--001
****122.50 ****122.50

Dmc
3/18/97

FILED
97 MAR 12 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pro: GB

ED / MW
WD / MW



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 13, 1996

BRAD WANZENBERG
P.O. BOX D
DEERFIELD BEACH, FL 33441

RECEIVED NOV 16 1996

The name DBS DESIGN CENTERS, INC. has been reserved for 120 days beginning November 13, 1996. The reservation number is R96000005379 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tracy Smith

Letter number: 396A00051691

*BRAD
Need to get going on this -
Q: ACCOUNTING & CONSULT w/ NAME
TAXATION
down & make name registration vs incorporation?
DBS would own 100%*

ARTICLES OF INCORPORATION
OF
DBS DESIGN CENTERS, INC.

FILED
97 MAR 12 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of this corporation shall be: DBS DESIGN CENTERS, INC. The address of the principal office of this corporation shall be 12851 Metro Parkway, Ft. Myers, Florida 33912, and the mailing address shall be the same.

ARTICLE II - NATURE OF BUSINESS

This Corporation may engage in or transact 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 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. - ADDRESS

The street address of the initial registered office of the corporation shall be 12851. Metro Parkway, Ft. Myers, Florida 33912 and the name of the

initial registered agent of the corporation at that address is GREG BELL.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - OFFICERS AND DIRECTORS

This corporation shall have three officers and three directors, initially. The names and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until a successor or successors are elected or appointed are:

EDWARD H. DIETRICH
Pres./Dir.

19780 118 Trail South
Boca Raton, Florida 33498

BRADLEY E. WANZENBERG
Vice-Pres./Dir.

906 S.E. 11th Street
Deerfield Beach, Florida 33441

PATRICIA A. DIETRICH
Secy./Tres./Dir.

19780 118 Trail South
Boca Raton, Florida 33498

ARTICLE VII. INCORPORATOR

The names and street address of the incorporators to these Articles of Incorporation are:

EDWARD H. DIETRICH, 19780 118 Trail South, Boca Raton, Florida 33498.

PATRICIA A. DIETRICH, 19780 118 Trail, Boca Raton, Florida 33498.

BRADLEY E. WANZENBERG, 906 S. E. 11 Street, Deerfield Beach, Fl 33441.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and seals this 10TH day of March, 1997.



EDWARD H. DIETRICH



BRADLEY E. WANZENBERG




PATRICIA A. DIETRICH

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

FILED

97 MAR 12 AM 9:33

GREG BELL at the registered office of the corporation named above, and STATE
TALLAHASSEE, FLORIDA
having been designated as the Registered Agent in the above and foregoing
Articles, is familiar with and accepts the obligations of the position of
Registered Agent under Section 607.0505, Florida Statutes.



GREG BELL