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LAW OFFICES OF
JOHN D. SPEAR
SUNSHINE PROFESSIONAL CENTER
9200 BONITA BEACH ROAD
SUITE 204
BONITA SPRINGS, FLORIDA 34135-4278

JOHN D. SPEAR
JAMES E. KERR

(941) 947-1102
FAX (941) 947-6056

September 19, 1997

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

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****122.50 ****122.50

RE: DPB, INC.

Dear Sir or Madam:

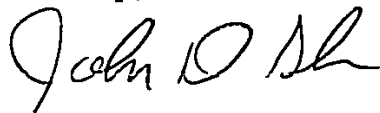
Enclosed are two originals of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00
	<u>\$122.50</u>

Please file the enclosed Articles of Incorporation and return certified copy to the undersigned.

Thank you for your courtesies in this matter.

Sincerely,



John D. Spear

JDS/sav

Enclosures

cc: David E. McBride

FILED
97 SEP 22 PM 12:47
TALLAHASSEE, FLORIDA

SEP 24 1997

ARTICLES OF INCORPORATION

OF

DBP, INC.

The undersigned incorporator, a natural person competent to contract, hereby forms and establishes a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation is DBP, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation shall be located at the following address:

**9715 Gulfshore Dr., Unit 101
Naples, FL 34108**

The mailing address of the Corporation is as follows:

9715 Gulfshore Dr., Unit 101
Naples, FL 34108

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the Initial Registered Office of the Corporation in the State of Florida shall be:

David E. McBride
9715 Gulfshore Dr., Unit 101
Naples, FL 34108

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS

The Corporation shall have **three (3)** directors initially. The number of directors may be decreased or increased from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The name of the initial directors of this Corporation and their street addresses are:

David E. McBride
9715 Gulfshore Dr., Unit 101
Naples, FL 34108

Barbara McBride
9715 Gulfshore Dr., Unit 101
Naples, FL 34108

Philip Prinzi
2090 Aberdeen Lane, #101
Naples, FL 34109

The persons named as initial directors shall hold office for

the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR


The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

David E. McBride
9715 Gulfshore Dr., Unit 101
Naples, FL 34108

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 18th day of September, 1997.

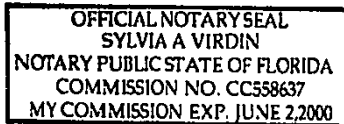


DAVID E. MCBRIDE, Incorporator

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 18th
day of September 1997, by DAVID E. MCBRIDE. He is
personally known to me or has produced driver's license as
identification.



Sylvia A. Virdin
Signature of Notary Public

Sylvia A. Virdin
Printed Name of Notary Public

Commission Expires:

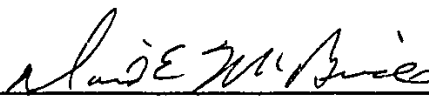
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS SHALL BE SERVED.**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That DBP, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at COLLIER County, State of Florida, has named DAVID E. MCBRIDE as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for above-named Corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



DAVID E. MCBRIDE
REGISTERED AGENT

RECORDED
TALLAHASSEE, FLORIDA

97 SEP 22 PM 12:48

FILED