

P98000033502

March 27, 1998

SECRETARY OF STATE
CORPORATION DIVISION
409 E. Gaines Street
STATE OF FLORIDA
TALLAHASSEE, FLORIDA 32399

800002472628--5
-03/30/98--01123--005
***122.50 ***122.50

RE: H & D ENTERPRISES, INC.

Gentlemen:

Enclosed herewith are the Articles of Incorporation together with a copy of said Articles for H & D ENTERPRISES, INC. and our check in the amount of \$122.50.

Respectfully submitted,

H & D ENTERPRISES, INC.

FILED
98 APR 10 AM 10:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

HD Enterprises, Inc.
P97-82745
9/24/97 Boca Raton, FL

Handwritten signature and date 3/28/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 1, 1998

HUGO BURSZTEIN
3810 NE 28TH AVENUE
LIGHTHOUSE POINT, FL 33064

SUBJECT: H & D ENTERPRISES, INC.
Ref. Number: W98000007168

We have received your document for H & D ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

CONFLICTS WITH H. D. ENTERPRISES, #P97000082765, FILED 09/24/97, BOCA RATON, FL.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 098A00017289

April 7th, 1998

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

*Attn: Dana Calloway
Document Specialist*

Subject ref.no. w98000007168

We are hereby re-issuing to you the Certificate of Corporation paperwork as you requested for the Corporation to be known as HDB Enterprises Inc., this is to replace the prior paperwork sent under the name of H&D Enterprises Inc. which was rejected by your office.

We apologize for the mistake and if need to contact us for any other reason, we can be reached at 954-942-2804.

Hugo and Diana Bursztein



954-942-2804

FAX 954-941-8024

H D B ENTERPRISES, INC. - 3810 NE 28 TH AVENUE - LIGHTHOUSE POINT - FLORIDA - 33064

CERTIFICATE OF INCORPORATION
OF
HDB ENTERPRISES, INC..

FILED
98 APR 10 AM 10:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

HDB ENTERPRISES, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE DOLLAR (\$1.00) PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal and registered office of the corporation shall be:

3810 N E 28th Avenue
Lighthouse Point, FL 33064

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

Hugo Bursztein

3810 N E 28th Avenue
Lighthouse Point, FL 33064

Diana Bursztein

3810 N E 28th Avenue
Lighthouse Point, FL 33064

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscribers are as follows:

Hugo Bursztein	3810 N E 28 th Avenue Lighthouse Point, FL 33064
Diana Bursztein	3810 N E 28 th Avenue Lighthouse Point, FL 33064

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, Hugo Bursztein and Diana Bursztein, being competent to contract, have hereunto set their hand and seal this 7 th day of April 1998.

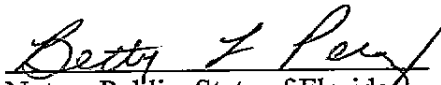

Hugo Bursztein


Diana Bursztein

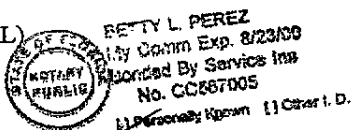
STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared Hugo Bursztein and Diana Bursztein, to me well known and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 7 th day of April, 1998.


Notary Public, State of Florida

(NOTARY SEAL)



My Commission Expires:

8/23/00

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That **HDB ENTERPRISES, INC.**, desiring to organize under the Laws of the State of Florida with its principal and registered offices as indicated in the Articles of Incorporation, in the City of Lighthouse Point, County of Broward, State of Florida, has named Hugo Bursztein as its agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: _____

Hugo Bursztein
Resident Agent

FILED
98 APR 10 AM 10:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA