

P9800003548

FILED

98 APR 17 AM 10:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

RE: DAVID & MATTHEW, INC.

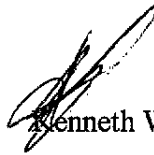
900002492309-- 7
-04/17/98--01063--012
***122.50 ***122.50

Dear Sir/Madam:

Enclosed please find two (2) executed copies of Articles of Incorporation for DAVID & MATTHEW, INC., together with a check for one hundred twenty two 50/100 dollars (\$122.50).

Thank you for your prompt attention to this matter.

Sincerely,



Kenneth W. McCoy, P.A.

Mail to: Kenneth W. McCoy, P. A.
15150 N.W. 79 Court, Suite 195
Miami Lakes, FL 33016
(305) 362-1841

P. Hall
APR 20 1998

ARTICLES OF INCORPORATION
OF

DAVID & MATTHEWS, INC.

ARTICLE I - NAME & ADDRESS

THE NAME AND ADDRESS OF THE CORPORATION SHALL BE:

DAVID & MATTHEWS, INC.

630 N.W. 104 AVENUE
CORAL SPRINGS, FL 33071

ARTICLE II - DURATION

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS
DISSOLVED ACCORDING TO LAW AND ITS EXISTENCE UPON FILING DATE.

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING
ANY AND ALL LAWFUL BUSINESS.

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND (1000)
SHARES OF FIFTY CENTS (\$0.50), PAR VALUE, COMMON STOCK WHICH SHALL BE
DESIGNATED "COMMON SHARES".

ARTICLE V - POWER OF SHAREHOLDERS

THERE SHALL BE NO BOARD OF DIRECTORS AND ALL AFFAIRS NORMALLY
CONDUCTED BY A BOARD OF DIRECTORS SHALL BE CONDUCTED BY THE
SHAREHOLDERS. THE SHAREHOLDERS SHALL HAVE THE SAME POWER AND
AUTHORITY AS THAT OF A BOARD OF DIRECTORS.

FILED
98 APR 17 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY THE OFFICERS AND SHAREHOLDERS OF THE CORPORATION TO THE FULLEST EXTENT AUTHORIZED BY SECTION 607.014, FLORIDA STATUTES. FOR THE PURPOSE OF INTERPRETING THIS ARTICLE AND THE AFOREMENTIONED FLORIDA STATUTE, THE SHAREHOLDER SHALL BE CONSIDERED A DIRECTOR WHEN THE ACTION TAKEN BY HIM FOR WHICH INDEMNIFICATION IS SOUGHT IS ACTION TRADITIONALLY CONDUCTED BY A DIRECTOR.

ARTICLE VII - INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATION IS:

SEAN MILCHAN
630 N.W. 104 AVENUE
CORAL SPRINGS, FL 33071

ARTICLE VIII - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS:

630 N.W. 104 AVENUE
CORAL SPRINGS, FL 33071

AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS:

SEAN MILCHAN

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR, HAS
EXECUTED THESE ARTICLES OF INCORPORATION, ON THIS 3rd DAY
OF APRIL 1998

[Signature]
INCORPORATOR

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, THE UNDERSIGNED AUTHORITY, A NOTARY PUBLIC,
AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET
FORTH HEREIN ABOVE, PERSONALLY APPEARED SEAN MILCHAN, WHO
PRODUCED THE FOLLOWING FLORIDA DRIVER'S LICENSE NUMBER M425
FD-62-480, KNOWN TO BE AND KNOWN BY ME TO BE THE PERSON WHO
EXECUTED THE FOREGOING ARTICLES OF INCORPORATION OF DAVID &
MATTHEWS, INC. AND HE/ SHE ACKNOWLEDGED BEFORE ME THAT HE/SHE
EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY
SEAL IN THE STATE AND COUNTY AFORESAID, ON THIS 3rd DAY
OF APRIL 1998

[Signature]
NOTARY PUBLIC




HARRY E. GEISSINGER III
My Commission CC491708
Expires Dec. 25, 1999

REGISTERED AGENT CERTIFICATE

THE UNDERSIGNED HEREBY ACCEPTS THE OFFICE OF REGISTERED AGENT
FOR DAVID & MATTHEWS, INC. AND AGREES TO ACCEPT SERVICE OF PROCESS
FOR SAID CORPORATION AT THE PLACE DESIGNATED IN ITS ARTICLES OF
INCORPORATION AS ITS PRINCIPAL PLACE OF BUSINESS AND TO ACT IN SAID
CAPACITY IN ACCORDANCE WITH THE LAWS OF THE STATE OF FLORIDA.

DATED, AT MIAMI, DADE COUNTY, FLORIDA, ON THIS ✓ 3rd DAY
OF ✓ APRIL 1998



SEAN MILCHAN

FILED
98 APR 17 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA