

Charter Number Only

P98000050591

AVAILABILITY ONLY

Requestor's Name

Address

City State ZIP Phone

900002549149--0
-06/05/98--01079--013
***122.50 ***122.50

CORPORATION(S) NAME

Direct Buying & freight Services, Inc.



Empire Toll Free: 1-800-432-3028

RECEIVED
98 JUN -5 PM 12:15
DIVISION OF CORPORATION

- Profit
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

certified copy

Name
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Examiner
Updater
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Acknowledgment
W.P. Verifier

ARTICLES OF INCORPORATION
OF
DIRECT BUYING & FREIGHT SERVICES, INC.

FILED
98 JUN -5 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a Corporation under the laws of the State of Florida.

ARTICLE I

Name

The name of this Corporation shall be:
DIRECT BUYING & FREIGHT SERVICES

ARTICLE II

Duration

This corporation shall commence existence upon filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business

ARTICLE IV

Capital Stock

The aggregate number of shares which the corporation is authorized to issue is Five-Hundred (500) shares. Shares shall be of a single class "Common Stock", and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

Shareholders Pre-emptive Rights

Every shareholder, upon sale for cash of any new stock of this corporation shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE VI

Initial Office and Agent

The street address of this corporation's principal place of business is 3500 45th Street, Suite B-16, West Palm Beach, Florida 33407, and its initial Registered Agent at that address is Henk Wolff.

ARTICLE VII

Initial Board of Directors

This corporation shall have 2 Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The names and addresses of the initial Board of Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Henk Wolff, President, Treasurer, Secretary	2556 Irma Lakes Drive West Palm Beach, FL 33411
Dorothy C. Wolff,	2556 Irma Lakes Drive West Palm Beach, FL 33411

ARTICLE VIII

Incorporator

The name and address of the incorporator executing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Henk Wolff	2556 Irma Lakes Drive West Palm Beach, FL 33411

ARTICLE IX

Idemnification

The corporation shall idemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

Management of Corporation by Shareholders

Anything to the contrary contained in the Articles of incorporation notwithstanding, of the shareholders of the corporation shall so elect, they may exercise all powers and conduct the business and affairs of the corporation in lieu of the Board of Directors.

ARTICLE XI

Director's Residency and Compensation

Director's of this corporation need not be residents of the State of Florida, unless otherwise provided in the Articles or By-Laws of the corporation.

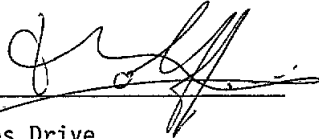
The shareholders of this corporation shall have exclusive authority to fix compensation of directors of this corporation, unless otherwise provided in the Articles or By-Laws.

ARTICLE XII

Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal this 2 - day of June, 1998.

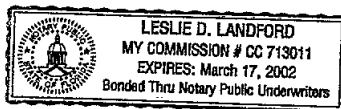

 HENK WOLFF
 2556 Irma Lakes Drive
 West Palm Beach, FL 33411

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that this 2nd day of June, 1998, Personally appeared before me HENK WOLFF known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed thos Articles of Incorporation

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official in the State and County aforesaid this 2nd day of June, 1998.


 Leslie D. Landford
 Notary Public, State of Florida
 My Commission Expires:



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

The following is submitted pursuant to Section 48.091 and
Section 607.034, Florida Statutes:

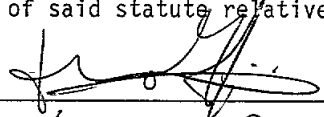
DIRECT BUYING & FREIGHT SERVICES, INC., desiring to organize under
the laws of the State of Florida, has named HENK WOLFF, 3500 45th Street,
Suite B-16, West Palm Beach, Florida 33407, as its initial registered
agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT:

Having been named to accept service 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 statute relative
to keeping open said office:

Signature: _____

Date: _____



6-3-1998

FILED
98 JUN -5 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA