

P 98000064849

A G F & ASSOCIATES
619 N. DIXIE HIGHWAY
LAKE WORTH, FL 33460
561/582-5129

Secretary of State
Corporation Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 22 AM 8:29

FILED

To Whom It May Concern;

Please see the enclosed original and copy of Articles of Incorporation for:

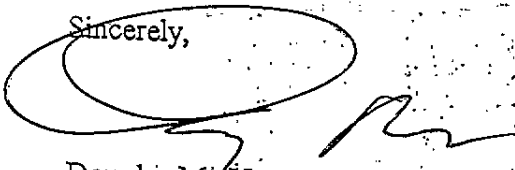
DE B.S. Inc

Enclosed is a check in the amount of \$70.00 to cover the filing fees of \$35.00 and Registered Agent designation fees of \$35.00.

If there are any questions please contact me at the above number.

Thank you for your assistance.

Sincerely,


Douglas McVay
President

DM/sf

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 14, 1998

AGF & ASSOCIATES
619 N DIXIE HWY
LAKE WORTH, FL 33460

SUBJECT: D.E.B.S. INC.
Ref. Number: W98000015917

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of Palm Beach

We have received your document for D.E.B.S. INC. and your check(s) totaling \$70.00. 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.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 698A00037405

7/17/98

ATTN: FREIDA

*ATTACHED PLEASE FIND DOCUMENT FOR D.E.B.S. INC.
RE-SUBMITTED.*

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I NAME

The name of this corporation shall be as follows:

D.E.B.S. OF PALM BEACH, INC.

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The maximum number of share of stock that this corporation is authorized to have outstanding at any time is five hundred (500) shares of common stock, of one dollar (\$1.00) par value.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than one hundred (\$100.00) dollars.

ARTICLE V TERM OF EXISTENCE

This corporation is to have perpetual existence.

ARTICLE IV ADDRESS

The initial street address in the State of Florida of the principal office of Board of Directors and incorporators shall be as follows:

1755 NORTH CONGRESS AVENUE
WEST PALM BEACH, FL 33401

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

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TALLAHASSEE, FLORIDA

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have one director (s) initially. The number of Directors may be either increased or decreased by the by-laws adopted by the shareholders but shall never be less than one. The name of the initial Director(s) of the Corporation are:

DIANE ELAINE SHIREY
1755 NORTH CONGRESS AVENUE
WEST PALM BEACH, FL 33401

ARTICLE VIII INCORPORATOR

The name(s) and addresse(s) of the Incorporators:

DIANE ELAINE SHIREY
1755 NORTH CONGRESS AVENUE
WEST PALM BEACH, FL 33401

ARTICLE IX BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and shareholders.

ARTICLE X AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments to them, and any right conferred upon the shareholder is subject to this reservation.

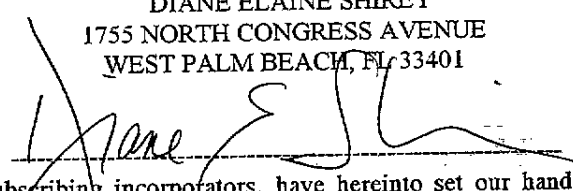
ARTICLE XI SUB CHAPTER S CORPORATION

This corporation may elect to become a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII REGISTERED AGENT AND OFFICE

The Registered Agent, as listed below with address, hereby accepts said designation by signature below

DIANE ELAINE SHIREY
1755 NORTH CONGRESS AVENUE
WEST PALM BEACH, FL 33401


THE UNDERSIGNED, as subscribing incorporators, have hereinto set our hand and seal on JULY 1, 1998 for the purpose of forming this Corporation under the laws of the State of Florida, and heredo make and file, in the office of the Secretary of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true and correct.


DIANE ELAINE SHIREY

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TALLAHASSEE, FLORIDA