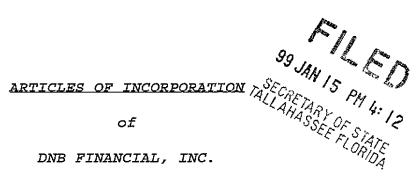
CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahussee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Eax (850) 222-1222	00002744991-05 -01/15/99-01112-012 *****78.75 *****78.75
	Art of Inc. File
Signature Requested by: S 12244 Name Date Time Walk-In Will Pick Up	Photo Copy Certificate of Good Standing Certificate of Status Certificate of Fictitious Name Corp Record Scarch Officer Search Fictitious Search Vehicle Search UCC 1 or 3 File UCC 11 Search UCC 11 Retrieval Courier



The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

DNB FINANCIAL, INC.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue <u>One Thousand</u> (1000) shares <u>.001</u> Dollar(s) (\$.001 _) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

DAVID J. BEDFORD 5091 20TH Court SW Naples, Florida 34116 The principal office, if known, or the mailing address of the corporation is:

5091 20th Court Sw Naples, Florida 34116

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have **one (1)** director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

DAVID J. BEDFORD 5091 20TH Court SW Naples, Florida 34116

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

PETER B. FRANK
2124 Airport Pulling Road South
Suite #102
Naples, Florida 34112

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this // day of // 1999.

Mt. b-9 (Seal)

STATE OF FLORIDA COUNTY OF COLLIER

Before me a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

PETER B. FRANK

Personally known to me Form of Identification

Known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that they executed these Articles of Incorporation, that I relied upon the form _X_ of identification of the above named person ___ as indicated opposite each name, and that an oath was taken.

Witness my hand and official seal in the county and State last

aforesaid this // day of Jawany / 1999

L. Wootner
MY COMMISSION # CC577526 EXPIRES
AUGUST 15, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Signature

Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

DNB FINANCIAL, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

5091 20th Court SW Naples, FL 34116

has named Ann T. Frank located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

(Registered Agent)

99 JAN 15 PM 4: 13
SECRETARY OF STATE
ALLASSEF FLORIDA