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April 27 1999

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****122.50 ****78.75

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

Re: Articles of Incorporation of David M. Brandt,
Inc.

Gentlemen:

Enclosed are two executed originals of the above identified Articles of Incorporation. If this document is acceptable, please prepare and send to this office one certified copy thereof together with a Certificate of Incorporation issued by your Department.

Enclosed also is a check payable to the order of the Florida Department of State in the amount of \$122.50 for the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation (which is included in the Articles of Incorporation)	<u>35.00</u>
	\$122.50

Very truly yours,

E. N. Fay, Jr.

FILED
99 APR 29 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ENF,jr/me
Enc.
cc: David M. Brandt

Dmc
5/4/99

FILED

ARTICLES OF INCORPORATION

OF

DAVID M. BRANDT, INC.

99 APR 29 AM 10:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is DAVID M. BRANDT, INC.

ARTICLE II - GENERAL PURPOSES

The general purposes for which this corporation is initially organized and the general nature of the activities to be conducted by this corporation are:

1. To provide financial advisory services to municipal governments and other units of local government primarily in the area of capital formation to finance the costs of projects or loan programs.

2. To do and perform all other acts or things and to have and to exercise any and all powers and privileges now or hereafter conferred by law upon a corporation for profit in the State of Florida; and to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act and any amendments or successors thereto.

ARTICLE III - CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is ten thousand

(10,000) shares of common stock, having a nominal or par value of One Dollar (\$1.00) per share.

ARTICLE IV - PRINCIPAL AND REGISTERED OFFICE AND AGENT

The principal office, mailing address and the initial registered office of this corporation is 801 Vision Terrace, Palm Beach Gardens, Florida 33418. This corporation designates David M. Brandt at said registered office as the resident agent for this corporation to accept service of process within the State of Florida on behalf of this corporation. The shareholders or board of directors may from time to time move the registered office of this corporation to any other address in the State of Florida and shall have the power to establish branch offices at such other places within Florida as may be determined and deemed expedient by the board of directors from time to time. In and by the execution of these Articles of Incorporation, David M. Brandt hereby accepts the designation as resident agent for this corporation at the place hereinabove designated and agrees to comply with all of the provisions of the law relating to keeping the office of said corporation open for the purpose of service of process.

ARTICLE V - DIRECTORS

This corporation shall have a Board of Directors initially consisting of two (2) directors. The number of directors may be increased or decreased from time to time by the By-Laws of this corporation duly adopted by the shareholders of this corporation provided that in no event shall the Board of Directors consist of less than two directors. The names and street addresses of the initial members of the Board of Directors are:

David M. Brandt 801 Vision Terrace
Palm Beach Gardens, Florida 33418

Cheryl A. Brandt 801 Vision Terrace
Palm Beach Gardens, Florida 33418

ARTICLE VI - OFFICERS

The names and street addresses of the initial officers of this corporation are:

President David M. Brandt 801 Vision Terrace
Palm Beach Gardens, FL 33418

Vice President/ Cheryl A. Brandt 801 Vision Terrace
Secretary/Treasurer Palm Beach Gardens, FL 33418

ARTICLE VII - BY-LAWS

The initial By-Laws of this corporation and all subsequent amendments and revisions thereto shall be adopted or approved at a meeting of the shareholders by a majority of the stock entitled to vote thereon, unless all of the shareholders sign a written statement manifesting their intention that certain By-Laws be adopted, amended or otherwise revised.

ARTICLE VIII - SUBSCRIBERS

The names and street addresses of the incorporators and subscribers of these Articles of Incorporation are:

David M. Brandt 801 Vision Terrace
Palm Beach Gardens, Florida 33418

Cheryl A. Brandt 801 Vision Terrace
Palm Beach Gardens, Florida 33418

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a meeting of the shareholders of this corporation by a majority of said shareholders unless all of the shareholders sign a written

statement manifesting their intention that a certain amendment of these Articles of Incorporation may be made.

Subscribed this the 26th day of April, 1999.

David M. Brandt
David M. Brandt

Cheryl A. Brandt
Cheryl A. Brandt

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this the 26 day of April, 1999, by David M. Brandt and Cheryl A. Brandt, as the incorporators and subscribers in and who executed the foregoing Articles of Incorporation and who are personally known to me.



Lorena McCullough
Notary Public

Lorena McCullough

My Commission Expires: 6-18-99

CC: 452484