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DAVID M. ANDREWS
ATTORNEY AT LAW

100 SOUTH PARK BLVD. • SUITE 101

P.O. BOX 5358

ST. AUGUSTINE, FL 32085

TELEPHONE (904) 826-1987

FAX (904) 826-4236

May 5, 1999

Corporate Records Bureau
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: DFQ Business Services, Inc.

100002866821--7
-05/07/99--01058--006
*****78.75 *****78.75

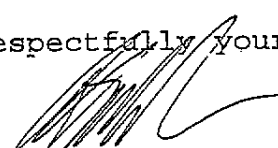
Dear Sirs:

Enclosed herewith are proposed Articles of Incorporation in reference to the captioned corporation. Also enclosed is a check in the amount of \$78.75 to cover the following:

Filing Fee	\$ 35.00
Certified Copy of Articles	8.75
Resident Agent Fee	<u>35.00</u>
	\$ 78.75

If the Articles of Incorporation meet with your approval, we will appreciate your executing and sending to the undersigned a certified copy of the Articles.

Respectfully yours,


David M. Andrews

DMA:dds
Enclosures

FILED
99 MAY -7 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DFQ Business Services, Inc.

FILED
99 MAY -7 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, **DORRACE HILTBURNER**, hereby executes this document for the purposes of becoming incorporated under the laws of the State of Florida, and forming a corporation under the following proposed Certificate of Incorporation:

ARTICLE I

The name of this Corporation is **DFQ Business Services, Inc.**

ARTICLE II

The general nature of the business to be transacted by the Corporation is as follows:

The Corporation may engage in any activity or business permitted by the Laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 5,000 shares of common stock of the same class and at ten cents (10¢) par value.

ARTICLE IV

Every shareholder, upon the sale for cash of any stock of this Corporation of the same class as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

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

ARTICLE VI

The Corporation is to have perpetual existence.

ARTICLE VII

The registered address and the principal office address of the Corporation in this State are: 250 Watson Road, St. Augustine, FL 32086 and the name of the initial registered agent of this Corporation at the registered address is: DORRACE HILTBRUNNER.

ARTICLE VIII

The number of Directors of this Corporation shall not be less than ONE or more than THREE.

ARTICLE IX

The name and post office address of the members of the first Board of Directors of the Corporation are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
DORRACE HILTBRUNNER	President	250 Watson Road St. Augustine, FL 32086

ARTICLE X

The name and post office address of the subscribers to the Articles of Incorporation are:

<u>NAME OF SUBSCRIBER</u>	<u>ADDRESS</u>
DORRACE HILTBRUNNER	250 Watson Road St. Augustine, FL 32086

ARTICLE XI

The power to adopt, amend, alter or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the subscribers have hereunto set their hands
and seals this 4th day of MAY, 1999.



DORRACE HILTBRUNNER

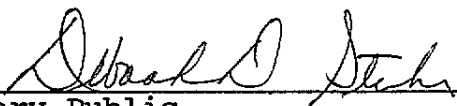
STATE OF FLORIDA

COUNTY OF ST. JOHNS

THE FOREGOING INSTRUMENT was acknowledged before me this 4th
day of MAY, 1999, by DORRACE HILTBRUNNER, who is
personally known to me or who produced FL DL H 431-172-42-878-0 as
identification, and who did/did not take an oath.



DEBORAH D STRUHAR
My Commission CC468284
Expires May. 31, 1999
Bonded by HAI
800-422-1555



Notary Public

(SEAL)

Printed Name of Notary: _____

Commission Expires: _____

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST -- THAT **DFQ Business Services, Inc.** DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS IN THE CITY OF ST. AUGUSTINE, COUNTY OF ST. JOHN'S,
STATE OF FLORIDA, HAS NAMED **DORRACE HILTBRUNNER**, LOCATED AT 250 WATSON
ROAD, OF THE CITY OF ST. AUGUSTINE, COUNTY OF ST. JOHN'S, STATE OF
FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

DORRACE HILTBRUNNER

Signature: _____

(Corporate Officer)

Title: _____

PRESIDENT

Date: _____

MAY 4, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

Signature: _____

Resident Agent - **DORRACE HILTBRUNNER**

Date: _____

MAY 4, 1999

FILED
99 MAY - 7 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA