

P990000052026

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

DB Squared, Inc.

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*****70.00 *****70.00

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 JUN - 9 AM 10: 59

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JUN - 9 AM 10: 08

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Signature _____

Requested by: LS 6/9/99 8:58
Name Date Time

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DB SQUARED, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is DB SQUARED, INC.

ARTICLE II. PRINCIPAL OFFICE.

The initial principal place of business of this corporation is 356 Highway 17 North, Palatka, Florida 32177, and the initial mailing address of this corporation is 1279 Kingsley Avenue, Suite 117, Orange Park, Florida 32073.

ARTICLE III. DURATION.

The corporation is to commence its corporate existence effective for all purposes on June 3, 1999. This corporation shall exist perpetually.

ARTICLE IV. PURPOSE.

This corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, Chapter 607, Florida Statutes (1997), as amended, or any successor statute thereto (hereinafter, the "Act").

ARTICLE V. CAPITAL STOCK.

This corporation shall have one class of stock and the total number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000, which shall consist of 5,000 shares of voting stock and 5,000 shares of non-voting stock. The par value of each share of stock issued, whether voting or non-voting, shall be \$0.01.

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE.

The name of the initial registered agent for the corporation is Grady H. Williams, Jr., and the street address of the initial registered office for the named registered agent is 1279 Kingsley Avenue, Suite 117, Orange Park, Florida 32073.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS.

Section 1. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors, consisting of not less than one (1) and no more than two (2) persons. The manner of election of the Board of Directors shall be as designated in the bylaws of this corporation.

Section 2. Initial Board. The name and address of the initial member of the board of directors is as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|------------------------|---|
| Drew Bentley | 2134 Oak Level Road Richmond Hill, GA 31324 |
| Grady H. Williams, Jr. | 1279 Kingsley Ave., Ste. 117 Orange Park, FL 32073 |

Section 3. Corporate Officers. The board of directors shall elect the following officers: President, Vice President, Treasurer, Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time.

ARTICLE VIII. AMENDMENTS.

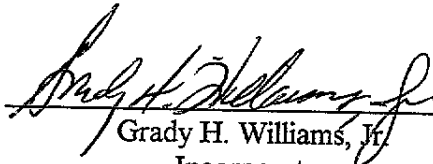
These articles of incorporation may be amended in accordance with the Act.

ARTICLE IX. INCORPORATOR.

The name and address of the person signing these articles is:

Grady H. Williams, Jr.
1279 Kingsley Avenue, Suite 117
Orange Park, Florida 32073

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation to be effective for all purposes as of June 3, 1999, notwithstanding the fact that these articles may be actually filed with the Florida Department of State, Division of Corporations prior to the effective date hereof.


Grady H. Williams, Jr.
Incorporator

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

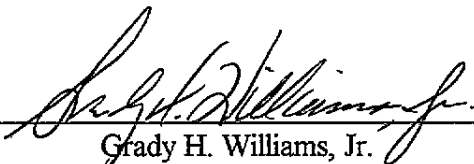
Pursuant to Sections 48.091 and 607.0501, Florida Statutes (1997), the following is submitted:

DB SQUARED, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the County of Putnam, State of Florida, has named as its agent to accept service of process within this State:

Grady H. Williams, Jr.
1279 Kingsley Avenue
Suite 117
Orange Park, FL 32073

ACKNOWLEDGMENT:

Having been named as Registered Agent 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 agree to comply with the provisions of the Act. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Grady H. Williams, Jr.

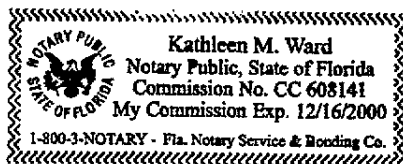
STATE OF FLORIDA
COUNTY OF CLAY

The foregoing instrument was acknowledged before me this 3rd day of June, 1999, by Grady H. Williams, Jr., who is personally known to me.



Notary Public

My Commission Expires:



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 JUN - 9 AM 10: 59

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