

GILMAN + GIOCIA

INCOME TAX
AND FINANCIAL
PLANNING SPECIALISTS

P99000088383

10903 U.S. HIGHWAY 19
PORT RICHEY, FL 34668
(727) 868-9521
FAX: (727) 869-1941

September 20, 1999

EFFECTIVE DATE

10/01/99

700003004317--1

-10/04/99-01098-005
*****78.75 *****78.75

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

SUBJECT: DSJ Enterprises, Inc.

Enclosed are an original and one (1) copy of the Articles of Incorporation for DSJ Enterprises, Inc. and a check for \$78.75 for filing fee and certificate from Shirley Philbrick, 13337 Susan Drive, Hudson, FL 34667.

Any questions regarding this incorporation may be directed to Shirley Philbrick at (727) 786-1082.

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

99 OCT -4 PM 2:07

FILED

Shirley Philbrick GAVE
AUTHORIZATION BY PHONE TO
CORRECT NAME
DATE 10/06/99
DOC. EXAM T.B.

Securities Offered Through Prime Capital Services, Inc., Member NASD / SIPC

ARIZONA, CONNECTICUT, FLORIDA, GEORGIA, ILLINOIS, KENTUCKY, MARYLAND, MASSACHUSETTS, NEVADA, NEW JERSEY, NEW YORK, OHIO, PENNSYLVANIA, TEXAS, VIRGINIA, WASHINGTON

FILED

99 OCT -4 PM 2:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
of
DSJ ENTERPRISES OF HUDSON, INC.

EFFECTIVE DATE

10/01/99

KNOWN TO ALL PERSONS BY THESE PRESENTS, that the undersigned, natural person of the age of the age of twenty-one years or more, acting as incorporator of a corporation under the provisions of the statutes of the State of Florida, adopts the following Articles of Incorporation.

ARTICLE I
CORPORATE NAME

The name of the corporation is:

DSJ ENTERPRISES OF HUDSON, INC.

ARTICLE II
CORPORATE ADDRESS

The principal office and mailing address of the corporation is:

13337 Susan Drive
Hudson, FL 34667

ARTICLE III
DURATION

The term of existence for the corporation shall be perpetual, starting on October 1, 1999.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of the corporation shall be:

Gilman & Ciocia, INC.
Mr. Steven Leonard
10903 U. S. Hwy 19
Port Richey, FL 34668

**ARTICLE V
PURPOSES AND POWERS**

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the Florida Business Corporation Act.

**ARTICLE VI
AUTHORIZED SHARES**

The total authorized capital stock of the Corporation is **One Hundred(100)** shares having a par value of **NONE**.

**ARTICLE VII
INCORPORATOR(S)**

The name and address of the person signing these Articles of Incorporation as subscriber is:

Doren Philbrick
13337 Susan Drive
Hudson, FL 34667

**ARTICLE VIII
DIRECTORS**

The Corporation shall be authorized to conduct business with One(1) or more directors; the beginning number of directors shall be two (2) in number, which number may be changed at any special or general meeting of the stockholders. The names and addresses of the first board of directors are;

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES ISSUED</u>
Doren Philbrick	13337 Susan Drive, Hudson, FL 34667	50
Shirley Philbrick	13337 Susan Drive. Hudson, FL 34667	50

**ARTICLE IX
EXECUTIVE COMMITTEE-OFFICERS**

The affairs of this Corporation shall be managed by an executive committee composed of the officers elected by the Board of Directors at its annual meeting.

The names of the officers who shall serve until the next election are:

President/Treasurer	Doren Philbrick
Vice President/Secretary	Shirley Philbrick

ARTICLE X
INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

In witness whereof, the undersigned subscriber executed these Articles of Incorporation on the 30 day of Sept, 1999.


Doren Philbrick

FILED

99 OCT -4 PM 2:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

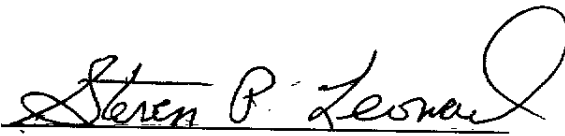
1. The name of the corporation is:

DSJ ENTERPRISES OF HUDSON, INC.

2. The name and address of the registered agent and office is:

Gilman & Ciocia, INC.
Steven P. Leonard
10903 U.S. Hwy 19
Port Richey, FL 34668

*Having been named as registered agent and to accept service of process for the
above stated corporation the place designated in the certificate, I hereby accept
the appointment as registered agent and agree to act in this capacity. 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.*


Signature

9-21-99
Date