

CAPITAL CONNECTION, INC.

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

P00000072115

3app Investments, Inc

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-07/28/00-01034-002
*****78.50 *****78.50

*Bill first **

- 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 *T. Bureau*

FILED
00 JUL 28 AM 11:47
TALLAHASSEE, FLORIDA

RECEIVED
00 JUL 28 AM 10:45
DIVISION OF CORPORATION

Signature

Requested by: *WS* *4/28* *10:23*
Name Date Time

Walk-In _____ Will Pick Up _____

JUL 28 2000

ARTICLES OF INCORPORATION

OF

SAPP INVESTMENTS, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract pursuant to the provisions of Chapter 607, Florida Statutes, for the purpose of establishing a corporation, does hereby declare the following:

ARTICLE I - NAME

The name of this corporation is SAPP INVESTMENTS, INC.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

16 Island Avenue
Apartment 3D
Miami Beach, Florida 33139.

ARTICLE III
NATURE OF CORPORATE BUSINESS

This corporation may engage in any activity or business permitted under Florida law.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 2,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 16 Island Avenue, Apartment 3D, Miami Beach, Florida 33139 and the name of the initial registered agent of this corporation at that address is David B. Sapp.

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00 JUL 28 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have 2 Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The name and address of the Directors are:

DAVID B. SAPP
16 Island Avenue, Apartment 3D
Miami Beach, Florida 33139

and

DORIS KANE
319 Marshall Street
Kennett Square, Pennsylvania 19348

ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator signing these Articles is:

DAVID B. SAPP
16 Island Avenue, Apartment 3D
Miami Beach, Florida 33139.

ARTICLE IX
INDEMNIFICATION

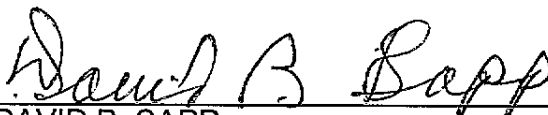
The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: July 27, 2000



DAVID B. SAPP
Vice President/Treasurer

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

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00 JUL 28 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Sapp Investments, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami Beach, State of Florida, has named DAVID B. SAPP, 16 Island Avenue, Apartment 3D, Miami Beach, State of Florida, as its agent to accept service of process within Florida.

SIGNATURE David B Sapp
TITLE VP/T
DATE 7-27-00

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 David B. Sapp
DATE 7-27-00