

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086



P960000 40413

ACCOUNT NO. : 072100000032

REFERENCE : 947773 11621A

AUTHORIZATION :

COST LIMIT : * PREPAID

ORDER DATE : May 9, 1996

ORDER TIME : 10:39 AM

ORDER NO. : 947773

CUSTOMER NO: 11621A

CUSTOMER: Jerome A. Bauman, Esq
JEROME A. BAUMAN, ESQ

Suite E-103
7820 Peters Road
Plantation, FL 33324

600001815396
-05/09/96--01000--003
***122.50 ***122.50

DOMESTIC FILING

NAME: SABITRY INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS:

5/10/96
9 MAY 9 1996
CLINT FUHRMAN

ARTICLES OF INCORPORATION
OF
SABITRY INVESTMENTS, INC.

FILED
95 MAY -9 PM 2:35
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:
SABITRY INVESTMENTS, INC.

ARTICLE II

This corporation shall own and lease real property, including but not limited to property to be operated as an ACLF, and to operate an ACLF; and shall do any and all things in connection with the establishment of said corporation, and may engage in any activity or business permitted under the laws of the State of Florida, including entering into contracts of co-partnership or general partnership and acting as surety for the accomodation of third parties.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

7,500 Shares of Common Stock - Par Value \$1.00

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation. The payment thereof does not have to be at the time of issuance, provided that said shares are subject to calls thereon until the whole consideration therefor shall have been paid. All of such shares are to consist of one class only.

ARTICLE IV

The amount of capital with which this corporation shall commence business shall not be less than \$500.00.

ARTICLE V

This corporation shall commence its existence on filing, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI

The initial address of this corporation shall be 2834 N.W. 55 Avenue - #1B, Lauderhill, Florida 33313, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE VII

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote hereafter, determine that the corporation be managed by the stockholders. The initial number of directors shall be three.

ARTICLE VIII

The names and street addresses of the first Directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

JAYSON V. BABOOLAL
35 Sheridan Avenue
Brooklyn, NY 11208

NEIL H. KADIR
87 Hill Street
Brooklyn, NY 11208

JASMINE PUNSAMY
87 Hill Street
Brooklyn, NY 11208

ARTICLE IX

The name and post office address of the Subscriber, and the number of shares of stock he agrees to take is:

HANS RAMRUP
2834 NW 55 Ave. - #1B
Lauderhill, Florida 33313
*****500 Shares*****

ARTICLE X

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which will authorize any such contract or transaction with like force and effect as if he were not such director or officers of such other corporation, or not so interested.

ARTICLE XI

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders of the corporation.

ARTICLE XII

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE XIII

This corporation shall adopt by-laws by a majority vote of the shares as voted by the shareholders.

Members of the Board of Directors or the executive committee, if any, shall be deemed present at a meeting of such board or committee if a conference, telephone or similar communication equipment by means of which all persons participating in the meeting can hear each other, is used.

The corporation may confer powers, limitations of the powers, and regulate the powers of the corporation, the directors, and the stockholders of all classes, including, but not limited to, provisions for cumulative voting for directors, a list of officers, and provisions governing the issuance of stock certificates to replace lost or destroyed certificates. The foregoing powers and limitations may be incorporated in the corporation's by-laws, or placed in the corporate minutes after authorization by a majority vote of the shares.

The corporation, as designated from time to time by the Board of Directors, or its shareholders acting in place of a Board of Directors if there be no Board of Directors, shall have the power to hold its respective directors' meetings and/or shareholders' meetings outside the State of Florida, and to keep its books (subject to statutory provisions) outside the State of Florida.

ARTICLE XIV

The initial registered office of the corporation shall be 2834 NW 55 Avenue - #1B, Lauderhill, Florida 33313; the initial registered agent of the corporation whose business office is at such address is HANS RAMRUP.

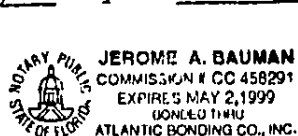
IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true and agree to take the number of shares hereinabove set forth, and hereunto set my hand and seal this 3rd day of May, 1996.

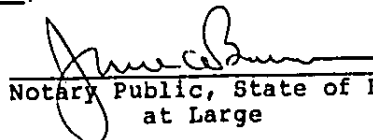

HANS RAMRUP
FILED
MAY - 9 PM 3:35
CLERK
STATE OF FLORIDA

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared HANS RAMRUP, to me known to be the person described in, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

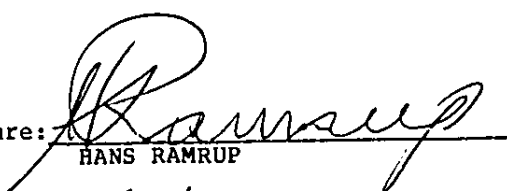
WITNESS my hand and official seal in the County and State named above this 3rd day of May, 1996.




Notary Public, State of Florida
at Large

My Commission Expires:

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: 

HANS RAMRUP

Date: 5/3/, 1996.