



P99000027127

ACCOUNT NO. : 072100000032

REFERENCE : 180649 4303929

AUTHORIZATION :

Patricia P. [Signature]

COST LIMIT : \$ 78.75

ORDER DATE : March 24, 1999

ORDER TIME : 10:20 AM

ORDER NO. : 180649-005

CUSTOMER NO: 4303929

CUSTOMER: Ms. Karen Przestrzelski
GREENBERG TRAUIG
GREENBERG TRAUIG
1221 Brickell Avenue
20th Floor
Miami, FL 33131

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 24 PM 3:31

DOMESTIC FILING

NAME: SFA MANAGEMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

 CERTIFICATE OF LIMITED PARTNERSHIP

500002816825--5

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

 PLAIN STAMPED COPY

 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

[Signature] 3/24/99

DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION
OF
SFA MANAGEMENT, INC.

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ARTICLE I

The name of the corporation is SFA MANAGEMENT, INC., (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 585 Schooner Lane, Longboat Key, Florida 34228.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 585 Schooner Lane, Longboat Key, Florida 34228, City of Longboat Key, County of Sarasota, State of Florida 34228, and the name of its initial registered agent at such office is John L. Alfano.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is two, and the names and addresses of the

members of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

John L. Alfano
585 Schooner Lane
Longboat Key, Florida 34228

Susan F. Alfano
585 Schooner Lane
Longboat Key, Florida 34228

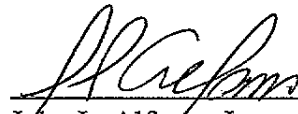
ARTICLE VII

The name of the Incorporator is John L. Alfano and the address of the Incorporator is 585 Schooner Lane, Longboat Key, Florida 34228.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 19 day of March, 1999.



John L. Alfano - Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of SFA Management, Inc., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



John L. Alfano - Registered Agent

Dated: March 19, 1999

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