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TRANSMITTAL LETTER

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

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-02/03/00--01068--004
*****78.75 *****78.75

Subject: SunCoast Liquidation, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for Seventy Eight Dollars and Seventy Five Cents (\$78.75) for the filing fee, registration of the agent and a certificate.

From: Steven L. Coburn 
685 Wilma Street
Suite 129
Longwood, Florida 32746

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB -9 PM 2:15

B. McKnight FEB 15 2000

**ARTICLES OF INCORPORATION
OF
SUNCOAST LIQUIDATION, INC.**

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB -9 PM 2:15

Article I NAME

The name of the corporation is:

SUNCOAST LIQUIDATION, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business of the corporation shall be located at 685 Wilma Street, Suite 129, Longwood, Florida 32750. The mailing address is 685 Wilma Street, Suite 129, Longwood, Florida 32750.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares having par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors. Common Stock of the corporation shall be issued as "small business corporation" stock in accordance with a plan or plans with the provisions of Section 1244 of the Internal Revenue Code of 1954.

**ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Name: Steven L. Coburn

Address: 685 Wilma Street, Suite 129, Longwood, Florida 32750. The mailing address is 685 Wilma Street, Suite 129, Longwood, Florida 32750.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Name: Steven L. Coburn

Address: 685 Wilma Street, Suite 129, Longwood, Florida 32750.

ARTICLE VI INITIAL BOARD OF DIRECTIONS

The corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the corporation. The name and street address of the director who shall hold office for the first year of existence of the corporation or until his successors are elected or appointed and have qualified are:

Name
Steven L. Coburn

Address
591 Lake Coven Court
Lake Mary, Florida 32746

ARTICLE VII AMENDMENT

The Corporation will indemnify Steven L. Coburn and anyone who enters into a contract on behalf of this corporation as long as the Board of Directors has approved the contract.


These Articles of Incorporation may be altered or amended by a resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of the majority of the shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

The undersigned incorporator has executed these Articles of Incorporation this 19 day of JAN, 2000.

Steven L. Coburn
Steven L. Coburn, Incorporator

State of Florida
County of Seminole

The forgoing Articles of Incorporation were acknowledged before me this 19th day of JANUARY, 2000, by Steven L. Coburn.

 J. Erby McBrayer
My Commission CC712355
Expires January 29 2002

J. Erby McBrayer
Notary Public, State of Florida

I, Steven L. Coburn, do hereby agree to serve as the corporation's registered agent pursuant to Article IV of the foregoing Articles of Incorporation.

Steven L. Coburn
Steven L. Coburn

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