

*Harold L. Benjamin*

CERTIFIED PUBLIC ACCOUNTANT  
6208 PEMBROKE ROAD  
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FILED

2000 MAY -4 PM 3:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 2, 2000

Florida Secretary of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

Re: Pilgrim USA, Inc.  
S & G Enterprises of Florida, Inc.

500003240045--4  
-05/04/00--01092--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

To Whom It May Concern:

Please return the filed copy in the Federal Express package provided.

Thank you for your assistance in this matter.

Very truly,

*Harold L. Benjamin*

Harold L. Benjamin, CPA

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N-12040

CERTIFICATE OF INCORPORATION  
OF

S & G ENTERPRISES OF SOUTH FLORIDA, INC.

FILED  
2000 MAY -4 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this Corporation is: S & G Enterprises of South Florida, Inc.

ARTICLE II: NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is auto repair.

ARTICLE III: CAPITAL STOCK

This Corporation is authorized to issue ONE HUNDRED (100) SHARES of common stock with a par value of ONE DOLLAR (\$1.00) for each share.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this Corporation will begin doing business is ONE HUNDRED (\$100.00) dollars.

ARTICLE V: TERM OF EXISTENCE

This Corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE VI: ADDRESS

The initial post office address of this Corporation in the State of Florida is:

7770 N.W. 50th Street, #205  
Lauderhill, Florida 33351

ARTICLE VII: DIRECTORS

This Corporation shall not have less than one (1) Director initially. The number of Directors may be increased from time to time as the stockholders desire, in accordance with the by-laws hereof, but at no time shall there be a number less than one.

### ARTICLE VIII: INITIAL DIRECTORS AND OFFICERS

The names and post office address of the first Board of Directors and officers of this Corporation are as follows:

Name	Address	Title	Office
Simion Tankhelson	7770 N.W. 50th Street, #205 Lauderhill, FL 33351		


### ARTICLE IX: SUBSCRIBERS

The names and post office address of each subscriber to these Articles of Incorporation, the number of stock each agrees to take and the value of the consideration paid therefore are as follows:

Name	Address	Shares	Paid
Simion Tankhelson	7770 N.W. 50th Street, #205 Lauderhill, FL 33351		

### ARTICLE X: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved by a majority of the Stockholders.

  
Simion Tankhelson      03/18/00  
Date

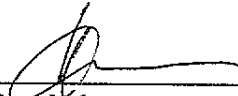
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2000 MAY -4 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

S & G ENTERPRISES OF SOUTH FLORIDA, INC.  
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

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

That S & G Enterprises of South Florida, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Florida has named Simion Tankhelson located at 7770 N.W. 50th Street, #205, Lauderhill, Florida 33351 to accept service of process within Florida.

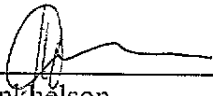
  
\_\_\_\_\_  
Simion Tankhelson

\_\_\_\_\_  
Title

\_\_\_\_\_  
Date

05/18/00

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.

  
\_\_\_\_\_  
Simion Tankhelson