



THE UNITED STATES
CORPORATION
COMPANY

P000000064287

ACCOUNT NO. : 072100000032

REFERENCE : 751872 147847A

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ 70.00

ORDER DATE : June 30, 2000

ORDER TIME : 3:46 PM

ORDER NO. : 751872-005

900003311869--7

CUSTOMER NO: 147847A

CUSTOMER: Scott Alan Salomon, Esq
Scott Alan Salomon, Esq.

2417 North University Drive

Coral Springs, FL 33065

DOMESTIC FILING

NAME: S & E ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

00 JUL -3 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

RECEIVED
00 JUL -3 PM 2:26
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

2/2/01

ARTICLES OF INCORPORATION
OF
S & E ASSOCIATES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

S & E ASSOCIATES, INC.

The address of the principal office of this corporation shall be 9877 Northwest 26th Place, Sunrise, Florida 33322, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having \$0.01 par value per share.

APPROVED
AND
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL -3 PM 2:35

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2417 North University Drive, Coral Springs, Florida 33065, and the name of the initial registered agent of the corporation at that address is Scott A. Salomon.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

Sam Spinelli	9877 Northwest 26th Place
Dir.	Sunrise, Florida 33322

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Sam Spinelli	9877 Northwest 26th Place
Pres.	Sunrise, Florida 33322

Eva Waters	9877 Northwest 26th Place
Sec./Treas.	Sunrise, Florida 33322

ARTICLE VIII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation...

ARTICLE IX. PREEMPTIVE RIGHTS

All stockholders of this corporation shall have as a matter of right, the preemptive right, in proportion to their holdings, to purchase or subscribe for any unissued stock to be issued or sold by the corporation, or any additional stock created by any increase of the authorized capital stock of the corporation so to be issued or sold, or any bonds, certificates of indebtedness, debentures or other securities convertible into stock of the corporation so to be issued or sold.

ARTICLE X. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 30, 2000.

CORPORATION SERVICE COMPANY

By: Lynette Coleman
Its Agent, Lynette Coleman

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ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Scott A. Salomon, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

S & E ASSOCIATES, INC.

Scott A. Salomon is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: Scott A. Salomon

ebc

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL -3 PM 2:35

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AND
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