

P00000066841

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

EFFECTIVE DATE

7-10-00

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000036533 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255

Phone : (305) 541-3694

Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

SGB HOLDINGS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

W-17434

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 12 PM 2:21

B. McKnight JUL 12 2000

H000 00036533

(5)

ARTICLES OF INCORPORATION

OF

SGB HOLDINGS, INC.

EFFECTIVE DATE

7-10-00

ARTICLE I

Name

The name of this corporation is SGB HOLDINGS, INC.

ARTICLE II

Duration

This corporation shall have perpetual existence. The effective date of this corporation shall be July 10, 2000

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that prorata share thereof (as nearly as may be done without issuance of which he already holds, shall have the right to purchase his fractional shares) at the price at which it is offered to others

Document Prepared By:
Steve Lander, Esq.; FBN: 0066958
409 Southeast Seventh Street
Fort Lauderdale, Florida 33301

H000 00036533

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 12 PM 2:21

H000 00036533

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 10097 CLEARY BLVD., SUITE 350, FORT LAUDERDALE, FLORIDA 33324 and the name of the initial registered agent of this corporation at the address is STEVEN G. BOWSER.

ARTICLE VII

Principal Business Address

The corporation's principal place of business will be located at 1839 Middle River Drive, Suite 504, Fort Lauderdale, Florida 33305.

ARTICLE VIII

This corporation shall have One (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial director(s) of this corporation is:

<u>Name</u>	<u>Address</u>
STEVEN G. BOWSER (President)	10097 CLEARY BLVD., SUITE 350 FORT LAUDERDALE, FLORIDA 33324

ARTICLE IX

Incorporator

The name and address of the person(s) signing these Articles is:

<u>Name</u>	<u>Address</u>
STEVEN G. BOWSER (President)	1839 Middle River Drive, Suite 504 FORT LAUDERDALE, FLORIDA 33324

H000 00036533

H000 00036533

ARTICLE X

Indemnification

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XI

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has executed these Articles of Incorporation this 10 day of July, 2000.


Subscriber

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

In pursuant of Section 481.91 and Section 607.034(3), Florida Statutes, the following is submitted in compliance with said Sections.

SGB HOLDINGS, INC.

desiring to organize under the laws of the State of Florida, designates as its agent to accept service of process within this State, FLORIDA, with its agent's office as indicated in the Certificate of Incorporation, at the City of FORT LAUDERDALE, located at 10097 CLEARY BLVD., SUITE 350, FLORIDA 33324.

H000 00036533

H000 00036533

ACKNOWLEDGMENT: STEVEN G. BOWSER

Having been named to accept service of process forth
above-named corporation, at the place designated in this
Certificate, I hereby accept to act in this capacity, and agree
to comply with the provisions of said Sections relative to
keeping open said office.



Registered Agent

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this date, before me, an officer
duly authorized in the State aforesaid and in the County aforesaid
to take acknowledgements, personally appeared, Steven G. Bowser,
who is personally known to me or has produced
Personally Known as identification and who did/did not
take an oath, and who executed the foregoing instrument and he/she
acknowledged before me that he/she executed the same.

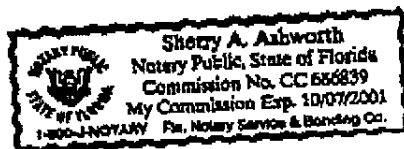
IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal of the County of Broward, State of
Florida, on this 10 day of July, 2000.



NOTARY PUBLIC

Sherry A. Ashworth
(Typed or Written Name of Notary)

my commission expires:



H000 00036533

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 12 PM 2:21