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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
Fax Number : (800) 881-6761

FLORIDA PROFIT CORPORATION OR P.A.

SOUTHERN GATE, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04 (5)
Estimated Charge	\$70.00

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DIVISION OF CORPORATIONS
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B. McKnight AUG 01 2000

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ARTICLES OF INCORPORATION
OF

SOUTHERN GATE, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

SOUTHERN GATE, INC.

Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

This corporation may engage or transact in any and 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

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be 10,000 shares of common stock having no par value per share.

ARTICLE IV

The principal office of this corporation will be PO Box 668, Winnsboro, TX 75494.

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ARTICLE V

The names and post office addresses of the first Board of Directors, who shall hold office for the first year of the corporation's existence, or until successors are elected and have qualified, are as follows:

Pres/Dir.	JOE BRUNSON 639 W. Broadway Winnsboro, TX 75494
VP/Dir.	BOBBY BRUNSON 639 W. Broadway Winnsboro, TX 75494
Sec./Dir.	LAWANDA RAY 639 W. Broadway Winnsboro, TX 75494
Director	BOB IMBRIANI 1201 E. Linden Ave. Linden, NJ 07036

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

ROBERT A. BECKER, JR.
1928 NW 82 Avenue
Miami, FL 33126

ARTICLE VI

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:
First. That SOUTHERN GATE, INC., desiring to organize under the laws of the State of Florida with its principal office indicated in the Articles of Incorporation hereby appoints as its agent to accept service of process within this State:

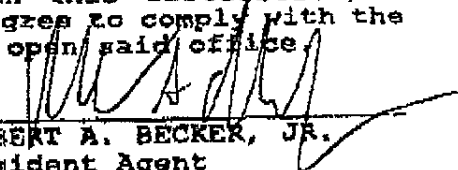
ROBERT A. BECKER, JR.
1928 NW 82 Avenue
Miami, FL 33126

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ACKNOWLEDGMENT:

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


ROBERT A. BECKER, JR.
Resident Agent

ARTICLE VII

The 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 at a Stockholders' Meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE VIII

This corporation is to exist perpetually.

ARTICLE IX

To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.

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ARTICLE X

The undersigned has executed these Articles of Incorporation
this __th day of June, 2000.


JOE BRONSON
INCORPORATOR

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