

Robert E. Roache
ATTORNEY AT LAW

P00000087692

September 12, 2000

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

RE: SONNY BROTHERS, INC.

7600 S.W. 57TH AVENUE
SUITE 200
SOUTH MIAMI, FLORIDA 33143
TEL. (305) 661-1984
(305) 669-0811
FAX (305) 661-1384

FILED
00 SEP 14 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-09/14/00--01101--007
*****87.50 *****87.50

Enclosed please find Articles of Incorporation of Sonny Brothers, Inc. for filing in your office. An additional copy of the Articles is enclosed for the purpose of obtaining a certified copy.

Enclosed is my trust account check in the amount of \$87.50 covering the following:

Incorporation Fee	35.00
Registered Agent Fee	35.00
Certified copy of Charter	8.75
Certificate of Status	8.75

Very truly yours,



Robert E. Roache
RER/lar
Enclosures

gk 9/15

ARTICLES OF INCORPORATION
OF
SONNY BROTHERS, INC.

FILED
00 SEP 14 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, ELIJAH D. DUKES, hereby makes, adopts, subscribes and acknowledges these Articles of Incorporation for the purpose of organizing and incorporating a corporation under the laws of the State of Florida, by and under the provision of the statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I
NAME OF CORPORATION

The name of this corporation shall be: SONNY BROTHERS, INC.

ARTICLE II
PURPOSE

The nature of the business and the object and purposes to be transacted and carried on are to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III
CAPITAL STOCK

The authorized capital stock of this corporation shall consist of one hundred (100) shares of common stock having a par value of TEN and 00/100 DOLLARS (\$10.00) per share, which shall be issued for such consideration as may be fixed by the Board of Directors of the corporation.

ARTICLE IV
CORPORATION EXISTENCE

.Existence of this corporation shall commence on the date these Articles of Incorporation are signed and acknowledged by the incorporator and it shall exist perpetually unless dissolved according to law.

ARTICLE V
INITIAL OFFICE ADDRESS

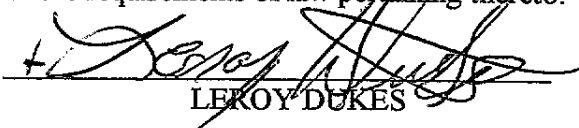
The initial street address in this State of the principal office of the corporation shall be 4226 S.W. 217th Street, Goulds, Florida 33170, with privilege of having branch or other offices at other places within or without the State of Florida. The principal office may be moved to such other address as the Board of Directors shall by resolution determine.

ARTICLE VI
INITIAL REGISTERED AGENT
AND INITIAL REGISTERED OFFICE

The corporation's initial registered agent and registered office in the State of Florida are:

Leroy Dukes, 3231 West 10th Street, Lakeland, Florida 33810

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with the requirements of law pertaining thereto.


LEROY DUKES

ARTICLE VII
DIRECTORS

The business of this corporation shall be conducted by a Board of Directors consisting of four (4) persons initially. The number of Directors may be changed from time to time by By-Law adopted by the stockholders, but shall never be less than the minimum number required by the laws of the State of Florida, as amended from time to time.

ARTICLE VIII
INITIAL DIRECTORS

The name and address of the initial Directors is as follows:

James Dukes, 11712 Tom Folsom Road, Thonotosassa, Florida 33592
Leroy Dukes, 3231 West 10th Street, Lakeland, Florida 33810
Elijah D. Dukes, 12268 SW 217th Street, Goulds, Florida 33170

ARTICLE IX INCORPORATOR

The name and address of the incorporator of this corporation is as follows:

Elijah D. Dukes, 12268 SW 217th Street, Goulds, Florida, 33170

ARTICLE X MISCELLANEOUS

(A) Existing shareholders of this corporation shall have the preemptive right to acquire shares of its stock subsequently offered.

(B) No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the corporation is or are interested in, or a Director or Officer, or are Directors or Officers of such other corporation, and any Director or Directors, individually or jointly, may be a party or parties to, or may be interested in any such contract or transaction of the corporation, or in which the corporation is interested, and no contract, act or transaction, in the absence of fraud, shall be affected or invalidated by the fact that any Director or Directors of the corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become a Director of the corporation is hereby relieved from any liability that might otherwise exist from such person contracting with the corporation for the benefit of such person or any firm, association or corporation in which such person may in any way be interested. Any Director of the corporation may vote upon any contract or other transactions between the corporation, any subsidiary or controlled corporation without regard to the fact that such person is also a Director of such subsidiary or controlled corporation.

(C) The Board of Directors, in addition to choosing the President, Secretary and Treasurer of the corporation, may choose one or more Vice Presidents, and Assistant Secretary, and Assistant Treasurer and such other officers as the Board shall deem advisable, and such Officers shall serve for such terms and have such duties as may be determined by the Board of Directors.

(D) The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, in the manner, now or hereafter prescribed by Statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the subscriber to these Articles of Incorporation, has hereunto set his hand and seal this 11 day of September 2000..


ELIJAH D. DUKES

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me by Elijah D. Dukes., personally known to me, this 11 day of September, 2000.


Notary Public - State of Florida

