

TRANSMITTAL LETTER

P0000094258

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-10/04/00--01060--022
*****87.50 *****87.50

SUBJECT: Sgt. Pepper Sub, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Sven H. Jutz
Name (Printed (or typed))

PO Box 101141
Address

Fort Lauderdale, FL 33310
City, State & Zip

954-777-3134
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00-OCT-4 PM 2:48

FILED

NOTE: Please provide the original and one copy of the articles.

T. Burch OCT 5 2000

**Articles of Incorporation
of
Sgt. Pepper Sub, Inc.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT -4, PM 2:48

FILED

Article 1 - Name

The name of the corporation is **Sgt. Pepper Sub, Inc.**, (hereinafter Corporation).

Article 2 - Purpose of Corporation

The corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Article 3 - Principle Office

The address of the principle office of this Corporation is 18683 S. Dixie Highway, Miami FI 33157 and the mailing address is PO Box 101141, Fort Lauderdale, FI 33310

Article 4 - Corporate Capitalization

4.1 The maximum number of shares that his corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having the par value of one Dollar (\$1.00).

4.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of director(s) may, on authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of Director(s) may deem advisable in connection with such issuance.

4.3 The Board of Director(s) of the corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may set be forth in the bylaws of the corporation.

4.4 The Board of Director(s) of the corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

Article 5 - Director(s)

The Director(s) of the Corporation shall be

Sven H Jutz

whose address and mailing address shall be the same as the address of the office of the corporation

Article 6 - Officers

The Officers of the Corporation shall be:

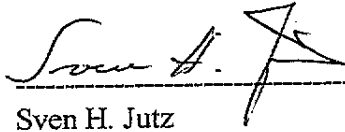
President:	Sven H. Jutz
Secretary:	Sven H. Jutz
Treasurer:	Sven H. Jutz

whose address and mailing address shall be the same as the address of the office of the corporation.

Article 7 - Registered Agent

The address of the registered agent is

Sven H. Jutz, 2371 NW 33rd Street Suite 716, Fort Lauderdale, Fl 33309.


Sven H. Jutz

Article 8 - Incorporator

The name and the address of the incorporator of this Corporation is

Sven H. Jutz, PO Box 101141, Fort Lauderdale, Fl 33310

Article 9 - Shareholders Restrictive Agreement

All of the shares of stock of this Corporation may be subject to a shareholders restrictive agreement containing numerous restrictions on the rights of the shareholders of the Corporation and the transferability of the shares of stock of the corporation. A copy of the Shareholders restrictive agreement, if any, is on file at the principle office of the corporation.

Articles 10 - Powers of Corporation

The corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

Article 11 - Term of Existence

This Corporation shall have perpetual existence.

Article 12 - Registered Owner(s)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

Article 13 - Bylaws

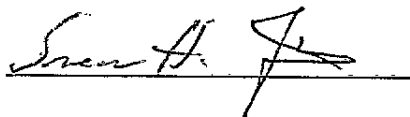
The Board of Director(s) of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

Article 14 - Effective Date

These articles of Incorporation shall be effective immediate upon approval of the Secretary of State, State of Florida.

Article 15 - Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, or to add any provision to these articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



Sven H. Jutz, Incorporator