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FILED

00 OCT 10 AM 11:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 5, 2000

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sirs:

Please record the Articles of SAND GLASS, INC.
as attached and return the verification of the
recorded articles to:

600003420426--7
-10/10/00--01062--005
*****70.00 *****70.00

Glenn R. Luisi Accountant, P.A.
104 Prestwood Lane
Mooresville, NC 28117

Attached is my check # 1102 for \$70.00 for the recording
fee.

Very Truly Yours,

Glenn R. Luisi
Glenn R. Luisi

GLENN R. LUISI ACCOUNTANT P.A.

104 PRESTWOOD LANE, MOORESVILLE, NC 28117, PHONE/FAX (704) 895-0626, TOLL FREE (800) 854-1099

AP 10-11

ARTICLES OF INCORPORATION
OF
SAND GLASS, INC.

The undersigned; for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME & PRINCIPAL ADDRESS

The name of the corporation is
SAND GLASS, INC.
The initial address is 8854 RODEO DRIVE
LAKE WORTH, FL 33467

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE


The corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the STATE OF FLORIDA.

ARTICLE FOUR
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1000, all which shall be common shares with a \$1.00 par value.

ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be 8854 RODEO DRIVE LAKE WORTH, FL 33467 and the name of the initial registered agent at such address is JEANNE R. WAYNE I do hereby accept the position of REGISTERED AGENT.



JEANNE R. WAYNE
Registered Agent

ARTICLE SIX
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

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ARTICLE SEVEN
DIRECTORS

7.01 The Board of Directors of the corporation shall consist of at least one member.

7.02 The name and address of the initial Director of the Board:

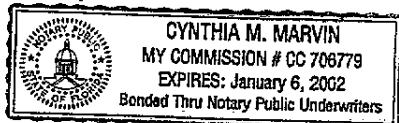
<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
JEANNE R. WAYNE	8854 RODEO DRIVE LAKE WORTH, FL 33467	PRESIDENT
CARSON WAYNE	8854 RODEO DRIVE LAKE WORTH, FL 33467	VICE- PRESIDENT

ARTICLE EIGHT
INCORPORATOR

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
JEANNE R. WAYNE	8854 RODEO DRIVE LAKE WORTH, FL 33467

IN WITNESS WHEREOF, I have subscribed my name this 20 day of September, 2000



Jeanne Rae Wayne

JEANNE R. WAYNE
Incorporator

STATE OF FLORIDA :
:SS
COUNTY OF PALM BEACH :

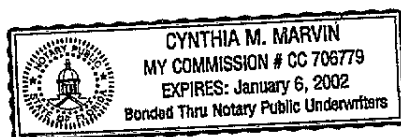
On this 20 day of September, 2000, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared JEANNE R. WAYNE known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand official seal.

Cynthia M. Marvin

NOTARY PUBLIC
STATE OF

MY COMMISSION EXPIRES:



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TALLAHASSEE, FLORIDA