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04 MAR 22 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Law Offices
Sakowitz & Sakowitz

CHARTERED

Theodore J. Sakowitz (1923 - 1999)
Alan B. Sakowitz

March 12, 2004

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

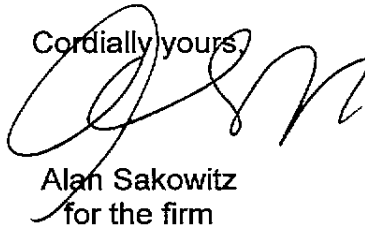
Re: S & B Maintenance Corp.
Ref. Number: W04000009306

Dear sir or madam:

I have enclosed an affidavit from S & B Maintenance Corp., your letter dated March 8, 2004 and the Articles of Incorporation with regard to the above-captioned matter. Please file the same and return proof of filing to our office.

If you have any questions, please do not hesitate to call me.

Cordially yours,



Alan Sakowitz
for the firm

Enclosures

AS/oml

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 8, 2004

SAKOWITZ & SAKOWITZ
THE CONCOURSE PLZ., STE. 401
1111 KANE CONCOURSE
BAY HARBOR ISLANDS, FL 33154-2029

SUBJECT: S & B MAINTENANCE CORP.
Ref. Number: W04000009306

We have received your document for S & B MAINTENANCE CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6965.

Dorine Martin
Document Specialist
New Filings Section

Letter Number: 304A00015335

AFFIDAVIT

STATE OF FLORIDA)
 : ss
COUNTY OF MIAMI-DADE)

Before me personally appeared Stephen Brockett as President of S & B Maintenance Corp., who affirmed and stated:

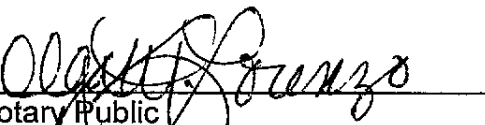
1. That he was the President of S & B Maintenance Corp., a Florida corporation.
2. S & B Maintenance Corp. has no intention of reinstating the name; therefore, the name is available for use to another entity.

FURTHER AFFIANT SAYETH NOT.


Stephen Brockett, Affiant

STATE OF FLORIDA)
 : ss
COUNTY OF MIAMI-DADE)

Affirmed to and subscribed before me this 11th day of March 2004. Affiant, Stephen Brocket, is personally known to me.


Notary Public
State of Florida at Large
My Commission Expires:

OLGA M. LORENZO
MY COMMISSION # DD 274481
EXPIRES: December 14, 2007
Bonded Thru Budget Notary Services

NOTARY PUBLIC
STATE OF FLORIDA
OLGA M. LORENZO
MY COMMISSION # DD 274481
EXPIRES: December 14, 2007
Bonded Thru Budget Notary Services

**ARTICLES OF INCORPORATION
OF
S & B MAINTENANCE CORP.**

FILED
04 MAR 22 PM 3: 32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these articles of incorporation, being a natural person and competent to contract, hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I. NAME

The name of this Corporation is **S & B Maintenance Corp.**

ARTICLE II. PURPOSE

This Corporation is organized for the purpose of engaging in all lawful businesses permitted to a Corporation organized under the Florida general Corporation law, as in effect from time to time.

ARTICLE III. CAPITAL STOCK AUTHORIZED

a. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time shall be 7500 shares of common stock at one dollar (\$1.00) per share par value.

b. The consideration to be paid for each share shall be payable in lawful money, property, labor or services.

ARTICLE IV. DURATION

The Corporation shall have perpetual existence.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the principal place of business of this Corporation is: 16020 NE 4th Avenue, North Miami Beach, FL 33162 and the name of the initial registered agent of this Corporation at that address is Stephen Brockett.

ARTICLE VI. INCORPORATOR

The name and address of the person signing these articles is:

**Stephen Brockett
16020 NE 4th Avenue
North Miami Beach, FL 33162**

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of members of the initial board of directors shall be One. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The name and address of the initial Director of this Corporation is:

**Stephen Brockett
16020 NE 4th Avenue
North Miami Beach, FL 33162**

ARTICLE VIII. INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

ARTICLE IX. INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify each officer, director, former officer and former director, against all expenses reasonably incurred by them in connection with or arising out of any action, suit or proceeding which they may be involved, by reason of them being or having been a director or officer of the Corporation, to the fullest extent permitted by law.

ARTICLE XI. BYLAW AGREEMENT

The power to adopt, alter, amend or repeal the Bylaws of this Corporation shall be vested in the Board of Directors, and Stockholders provided that such amendment be in compliance with the laws of Florida.

ARTICLE XII. PREEMPTIVE RIGHTS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this Corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

ARTICLE XIII. ACCEPTANCE OF REGISTERED AGENT

The above named registered agent agrees to act in said capacity and to comply with the provisions of all statutes relative to the performance as a registered agent.

IN WITNESS WHEREOF, The undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 20th day of **February 2004**.


Stephen Brockett, Incorporator


Stephen Brockett, Registered Agent

STATE OF FLORIDA }
 } SS
COUNTY OF MIAMI-DADE }

I **HEREBY CERTIFY** that before me, the undersigned authority, personally appeared **Stephen Brockett** to me known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that said person subscribed to those Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the county and state last aforesaid this 20th day of **February 2004**.


NOTARY PUBLIC
State of Florida at Large
My commission expires:

FILED
04 MAR 22 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



OLGA M. LORENZO
MY COMMISSION # DD 274481
EXPIRES: December 14, 2007
Bonded Thru Budget Notary Services