

P95000005884

M. J. GUTHRIE
4152 INDEPENDENCE COURT, C-2
SARASOTA, FLORIDA 34234
813-351-8747

January 16, 1995

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

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1995 JAN 19 AM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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Dear Sir:

Please find two original copies of "Articles of Incorporation" for Southern Trading Industries, Inc., along with my check in the amount of \$70.00 to file same.

Please return to one stamped copy. Thank you.

Sincerely,



M.J. Guthrie

F. CHESSER JAN 24 1995

ARTICLES OF INCORPORATION

The undersigned, being a natural person, does hereby act as incorporator in adopting the following articles of incorporation for the purpose of organizing a stock corporation pursuant to the provisions of the Florida Stock corporation Act:

FIRST: The name of the corporation (hereinafter called the corporation) is SOUTHERN TRADING INDUSTRIES INC.

The principle office of the corporation is

4152 INDEPENDENCE COURT, C-2, SARASOTA, FL 34234

The mailing address of the corporation is

4152 INDEPENDENCE COURT, C-2, SARASOTA, FL 34234

SECOND: The duration of the corporation shall be perpetual.

THIRD: The purpose for which the corporation is organized, which shall include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida Stock Corporation Act, are as follows:

To engage in commerce, to buy and sell, and to own property.

To engage in any and all lawful business.

to have, in furtherance of the corporate purposes, all of the powers conferred upon business corporations organized under the Florida Stock Corporation Act.

FOURTH: The total number of shares of capital stock which the corporation has authority to issue is ONE THOUSAND shares of common stock at \$1.00 par value per share. With respect to voting powers, except as otherwise required by the laws of the State of Florida, the holders of common stock shall possess all voting powers for all purposes including, by way of illustration and not of limitation, the election of directors.

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FIFTH: No holder of any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposed to grant for the purchase of shares of any class of the corporation or for the purchases of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase or otherwise acquire share of any class of the corporation; and any and all of such shares, bonds, securities, or obligations of the corporation, whether now or hereafter authorized or created, may be issued, or may be reissued or transferred if the same have been reacquired and have treasury status, and any and all of such persons, firms, corporations, and associations, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.

SIXTH: 1. The corporation shall, to the fullest extent permitted by the provisions of the Florida Stock Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provision from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders, or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action

while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

2. The stated capital of the corporation may be reduced by the Board of Directors, without the assent of the stockholders.

SEVENTH: The physical address of the initial registered office of the corporation in the State of Florida is

4152 INDEPENDENCE COURT, C-2, SARASOTA, FL 34234

The name of the county or city in the State of Florida in which the said registered office of the corporation is located is the county of SARASOTA

The name of the initial registered agent of the corporation at such address is M.J. GUTHRIE whose business office is identical with the initial registered office of the corporation as set forth above.


EIGHTH: The number of directors constituting the initial Board of Directors of the corporation is TWO

The names and the addresses of the persons who are to serve as members of the initial Board of Directors of the corporation are as follows:

NAME	ADDRESS
M.J. GUTHRIE	4152 INDEPENDENCE COURT, C-2, SARASOTA, FL 34234
M.B. GUTHRIE	4152 INDEPENDENCE COURT, C-2, SARASOTA, FL 34234

NINTH: The provisions for the regulation of the internal affairs of the corporation shall be as set forth in the bylaws.

SIGNED on January 16, 1995



Incorporator

IN WITNESS WHEREOF, the undersigned incorporator, being at least eighteen years of age, has executed and signed this Certificate of Incorporation the 16th day of January, 1995

On this 16th day of January, 1995 before me personally, came _____ to me known to be the individual described in and who executed the foregoing instrument, and he or she duly acknowledged to me that he or she executed the same.

Shirley A. Valderrama
Notary

My Commission Expires:



Shirley A. Valderrama
MY COMMISSION EXPIRES
September 28, 1996
BONDED THROUGH
ALAN INSURANCE SERVICES
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TALLAHASSEE, FLORIDA