

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32311
904-222-9171
904-222-0393 FAX

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 557480 80881A

AUTHORIZATION : *Patricia Pizitz*

COST LIMIT : \$ 122.50

ORDER DATE : March 8, 1995

ORDER TIME : 3:41 PM

ORDER NO. : 557480

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CUSTOMER NO: 80881A

CUSTOMER: Russell W. Divine, Esq
WARLICK FASSETT DIVINE &
ANTHONY, PA
Orange Bank Bldg., Suite 500
14 East Washington Street
Orlando, FL 32801

DOMESTIC FILING

P95000019312

NAME: S & B INTERNATIONAL, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Hamilton

EXAMINER'S INITIALS:

DM
3-9-95
02h

FILED
95 MAR -9 PM 12:41
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
S & B INTERNATIONAL, INC.**

FILED
95 MAR -9 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to this Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be **S & B INTERNATIONAL, INC..**

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - INITIAL PRINCIPAL OFFICE

The initial principal office of the Corporation shall be located at 111 Satsuma Drive, Altamonte Springs, Florida 32714.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business purposes.

ARTICLE V - CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 7,000 shares of common stock having a par value of \$1.00 per share, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall

become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be 111 Satsuma Drive, Altamonte Springs, Florida 32714.

The name of the initial registered agent of this corporation at that address shall be Granville Sharpe.

ARTICLE VII - INITIAL DIRECTORS AND OFFICERS

The names and street address of the initial members of the Board of Directors and Officers, each to hold office for the first year in existence of this corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Granville Sharpe	111 Satsuma Dr. Altamonte Springs, FL	President, Director
Gene Bebble	790 Trailwood Drive Altamonte Springs, FL	Secretary/Treasurer Director

ARTICLE VIII - INCORPORATOR


The following is the name and street address of the
Incorporator to these Articles of Incorporation:

Granville Sharpe
111 Satsuma Drive
Altamonte Springs, FL 32714

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner
provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 12 day of February, 1995.



Granville Sharpe, (SEAL)
Incorporator

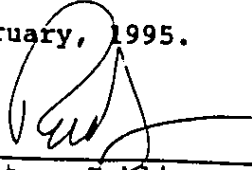
STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County aforesaid, personally appeared Granville Sharpe, to me known or provided as identification, to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 22 day of February, 1995.



RUSSELL W DIVINE
My Commission CC330414
Expires Nov. 15, 1997



Notary Public
Print Name: Russell W. Divine
My commission expires:
Commission No.:

**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED**

FILED
95 MAR -9 PM 12:41
TALLAHASSEE, FLORIDA

PURSUANT to Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

THAT, S & B INTERNATIONAL, INC., desiring to organize under
the laws of the State of Florida, with its principal office as
indicated in the Articles of Incorporation in the City of
Altamonte Springs, County of Seminole, State of Florida, has
named as its Registered Agent, Granville Sharpe in the City of
Altamonte Springs, County of Seminole, State of Florida, to
accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated corporation, at the place designated in this Certificate,
I hereby accept to act in this capacity and agree to comply with
the provisions of said Act relative to keeping open said office.



GRANVILLE SHARPE