

P95000038342

LAW OFFICES OF JAMES HEPTNER
2307 WEST SLIGH AVENUE
TAMPA, FLORIDA 33604

Phone
(813) 935-0505

JAMES HEPTNER, ESQ.

March 23, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

200001444132
-03/30/95--01024--008
***122.50 ***122.50

RE: S & L, Inc.

EFFECTIVE DATE

Gentlemen:

Enclosed please find the original and a copy of Articles and Incorporation for the above corporation. Also, I have enclosed my check in the amount of \$122.50, to cover the following:

Filing Fee	\$35.00
Resident Agent Designation	\$35.00
Certified Copy	<u>\$52.50</u>
TOTAL	\$122.50

In closing, I would appreciate the filing of these Articles, and the return of a certified copy thereof to my office.

Thank you for your attention, please call if there are any questions.

Sincerely,


James Heptner

JH/kg

Enclosure

FILED
95 MAY -9 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

52, 611, 615, 634
E-15

LAW OFFICES OF JAMES HEPTNER
2307 WEST SLIGH AVENUE
TAMPA, FLORIDA 33604

Phone
(813) 935-0505

James Heptner, Esquire

May 8, 1995

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

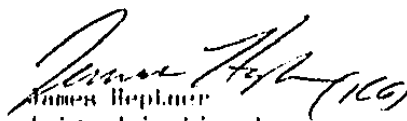
RE: Reference Number W95000007177
Sugar Bales, Inc.

Dear Ms. Gibson:

I have enclosed the Articles of Incorporation for Sugar Bales, Inc. which had been previously sent to you in the name of S&L, Inc. Please do not hesitate to contact me if any further problems arise in the filing of this document.

Thank you for your attention to this matter.

Sincerely,


James Heptner
(signed in his absence
to avoid delay in mailing)

JH/kg

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 3, 1995

JAMES HEPTNER
2307 WEST SLIGH AVENUE
TAMPA, FL 33604

SUBJECT: S & L, INC.
Ref. Number: W95000007177

We have received your document for S & L, INC. and your check(s) totaling \$122.50. 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 existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return 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 (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 295A00015015

EFFECTIVE DATE
5-3-95

ARTICLES OF INCORPORATION
OF
SUGAR BABES, INC.

FILED
95 MAY -9 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of Statutes of the said state of Florida, providing for the formation, rights, privileges, immunities and liabilities of Corporations for profit.

ARTICLE I - NAME

The name of the corporation shall be: SUGAR BABES, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these articles.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock, which should be designated "Common Shares."

ARTICLE V - CAPITAL

The amount of capital with which the Corporation will begin business shall be \$100.00.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 2307 West Sligh Ave.; Tampa, Florida 33604.

The name of the initial registered agent of this Corporation at that address is: James Replner, Esq.

Principal location of corporate office: 371 South Howard Avenue, Tampa, Florida 33606.
Mailing address: Same.

ARTICLE VII

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it shall never be less than one.

ARTICLE VIII

The names and street addresses of the members of the First Board of Directors are as follows:

Imit Finlay
 1009 Highgrove Court.
 Valrico, Fl. 34622

Shannon Haslinga
14058 Lakemont Drive
Clearwater, Fl. 34622

ARTICLE IX - INCORPORATORS

The names and addresses of the initial subscribers signing these Articles are as follows:

Paul Finlay
1009 Highgrove Court.
Valrico, Fl. 34622

Shannon Hastings
14066 Lakepoint Drive
Clearwater, FL 34622

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this Corporation shall be issued initially to the following persons in the amounts set opposite their names

Paul Finlay

50 Simres

Shannon Huslings

50 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this

Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

ARTICLE XII - ADOPTION OF BYLAWS

A special meeting of the subscribers or their assigns shall be held, upon the call of the president, for the purpose of completing the organization of the Corporation and the adoption of the bylaws and the transaction of such other business as may come before the meeting.

ARTICLE XIII - TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions and conditions of Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal to these Articles of Incorporation, on this 3rd day of May, 1995.


LATH FINLAY

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal to these Articles of Incorporation, on this 3rd day of May, 1995.

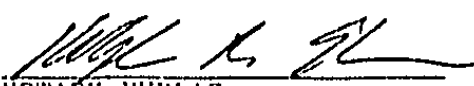

SHANNON HASTINGS

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared LATH FINLAY and SHANNON HASTINGS who, being first duly sworn, deposes

and says that they are the individuals described in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed same for the purposes therein expressed.

WITNESS my hand and official
seal this 3rd day of
May, 1995.


NOTARY PUBLIC

My Commission Expires



KATHLEEN R. GELMAN
My Commission 00408897
Expires Aug. 24, 1996
Bonded by NAJ
800-482-1585

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for the SUGAR BABES, INC. corporation.


JAMES HEPTNER, ESQUIRE
2307 West Sligh Avenue
Tampa, Florida 33604
(813) 435-0506
FBN 4382401

FILED
95 MAY -9 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA