

195000050594

DOUGLAS P. JOHNSON
ATTORNEY AND COUNSELLOR AT LAW
1500 NORTHEAST FOURTH AVENUE
FORT LAUDERDALE, FLORIDA 33301

DOUGLAS P. JOHNSON
FLORIDA BAR, RHODE ISLAND BAR
AND FEDERAL TRIAL BAR

TELEPHONE (305) 522-0221
TELEFAX (305) 522-0526

OF COUNSEL
ANITA HERNANDEZ JOHNSON

June 26, 1995

Secretary of State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Incorporation of Southeast Holding Group, Inc.

Dear Sir/Madam:

Please find an original and a photocopy of the Articles of Incorporation of Southeast Holding Group, Inc. for filing. Also enclosed is this firm's account check in the sum of \$122.50 representing the following fees:

Filing fee	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Designation	<u>\$ 35.00</u>
Total	\$122.50

Please return a certified copy of the filed Articles to this office. Thank you for your anticipated courtesy and cooperation in this matter. I look forward to hearing from you soon.

Very truly yours,

DOUGLAS P. JOHNSON
Attorney at Law
DPJ/jmh

400001529194
-07/03/95--01043--006
****122.50 ****122.50

7/10/95
JD

**ARTICLES OF INCORPORATION
OF
SOUTHEAST HOLDING GROUP, INC.**

ARTICLE I

The name of this corporation is SOUTHEAST HOLDING GROUP, INC.

ARTICLE II

This corporation shall exist perpetually, commencing on the date of the filing of these Articles.

ARTICLE III

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

ARTICLE IV

This corporation is authorized to issue 500 shares of \$1.00 par value common stock.

ARTICLE V

The street address of the initial principal office of this corporation is 1509 Northeast 4th Avenue, Fort Lauderdale, Florida 33304 and the name of the initial registered agent of this corporation is Douglas P. Johnson.

ARTICLE VI

This corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

NAME

Douglas P. Johnson

ADDRESS

1509 Northeast 4th Avenue
Fort Lauderdale, FL 33304

ARTICLE VII

The name and address of the person signing these Articles of Incorporation is:

NAME

Douglas P. Johnson

ADDRESS

1509 Northeast 4th Avenue
Fort Lauderdale, FL 33304

ARTICLE VIII

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

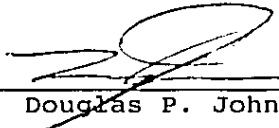
ARTICLE IX

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26th day of June, 1995.

SOUTHEAST HOLDING GROUP, INC.

By: _____

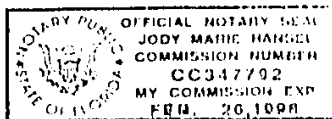

Douglas P. Johnson

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

The foregoing Articles of Incorporation were acknowledged before me this 26th day of June, 1995 by Douglas P. Johnson,

Subscriber, who is personally known to me and who did take an oath.

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE



(signed) [Signature]

(print) [Printed Name]

My commission expires:

ACKNOWLEDGEMENT BY REGISTERED AGENT

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

SOUTHEAST HOLDING GROUP, INC.

By: [Signature]
Douglas P. Johnson