

795000058273

HAROLD B. HAIMOWITZ

Attorney at Law

NationBank Tower, Suite 641
150 East Palmetto Park Road
Boca Raton, Florida 33432

Telephone: 407 394-4226
Facsimile: 407 394-4382

July 24, 1995

New Filing Section
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

ENCLOSURE 5415-41811
407/394-4226-4013
***122.50 ***122.50

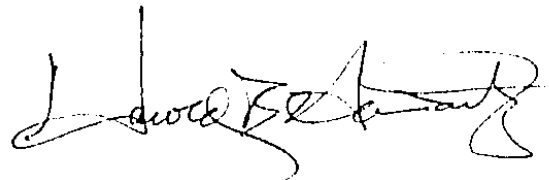
RE: Articles of Incorporation of SANCO ENTERPRIZES, INC.

To Whom It May Concern:

Enclosed please find Sandra G. Cofer's check number 0226, in the sum of \$122.50, dated July 24, 1995, made payable to the Secretary of State to cover the various fees for filing the Articles of Incorporation of SANCO ENTERPRIZES, INC. I am enclosing one original and one duplicate original Articles of Incorporation of SANCO ENTERPRIZES, INC. Please file this corporation as soon as possible and send me one conformed copy.

Thank you for your prompt attention to this matter.

Very truly yours,



Harold B. Haimowitz

HBH:rmp
Enclosure

REGISTER JUL 28 1995

FILED
95 JUL 26 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SANCO ENTERPRIZES, INC.**

FILED
95 JUL 26 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be: **Sanco Enterprizes, Inc.**, and its principal office shall be located at 529 South Flagler, Drive, #18H, West Palm Beach, Florida 33401.

**ARTICLE II
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, \$.01 par value per share.

**ARTICLE IV
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE V
REGISTERED AGENT AND INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

*Sandra G. Cofer
529 South Flagler Drive, Apartment 18H
West Palm Beach, Florida 33401*

**ARTICLE VI
BOARD OF DIRECTORS**

This Corporation shall have one Director initially.

**ARTICLE VII
INITIAL DIRECTORS**

The name and address of the initial Director of this Corporation is:

*Sandra G. Cofer
529 South Flagler Drive, Apartment 18H
West Palm Beach, Florida 33401*

The person named as initial Director shall hold office for the first year of existence of this Corporation, or until her successor is elected or appointed and has qualified, whichever occurs first.

**ARTICLE VIII
INCORPORATOR**

The name of the person signing these Articles of Incorporation as the Incorporator is *Sandra G. Cofer*, and her address is 529 South Flagler Drive, Apartment 18H, West Palm Beach, Florida 33401.

**ARTICLE IX
INDEMNIFICATION**

This Corporation shall indemnify to the fullest extent permitted by Florida Statute 607.0850, as may be amended from time to time, any director or officer of the Corporation who is a party or who is threatened to be made a party to any proceeding which is a threatened, pending or completed action or suit brought against said officer or director in his official capacity. This Corporation shall not indemnify any director or officer in any action or suit, threatened, pending or completed, brought by him against the Corporation, in the event the officer or director is not the prevailing party. Indemnification of any other persons, such as employees or agents of the Corporation, or serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise, shall be determined in the sole and absolute discretion of the Board of Directors of the Corporation. Pursuant to Florida

Statute 607.0850(9), no court order indemnification shall, under any circumstances, be permitted.

**ARTICLE X
AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Florida Statute 607.0901, as amended from time to time, relating to affiliated transactions.

**ARTICLE XI
CONTROL SHARE ACQUISITIONS**

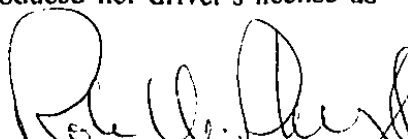
This corporation expressly elects not to be governed by Florida Statute 607.0902, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on July 24, 1995.


SANDRA G. COFER, Incorporator

**STATE OF FLORIDA
COUNTY OF PALM BEACH**

SWORN TO AND SUBSCRIBED before me this 24th day of July, 1995, by Sandra G. Cofer, who is personally known to me or who has produced her driver's license as identification and who did take an oath.


NOTARY PUBLIC, State of Florida
My Commission Expires:



ROBIN M. PHILPITT
MY COMMISSION # CC352497 EXPIRES
March 3, 1998
BONDED THRU TROY FARM INSURANCE, INC

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

SANCO ENTERPRIZES, INC., a Corporation existing under the laws of the State of Florida with its principal office at 529 South Flagler Drive, #18H, West Palm Beach, Florida 33401, has named *Sandra G. Cofer*, whose address is 529 South Flagler Drive, Apartment 18H, West Palm Beach, Florida 33401, as its agent to accept service of process within the State of Florida.

ACCEPTANCE

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law.



SANDRA G. COFER

(b:\cofer\sancoart)

FILED
95 JUL 26 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA