

P96000028502

TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

900001758039
-03/26/96--01131--008
****122.50 ****122.50

SUBJECT: S.B.M. MANAGEMENT INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50 MADE PAYABLE TO THE DEPARTMENT OF STATE.

FROM: JOYCE KNAPPER
225 N.W. 135 AVE.
PLANTATION, FL. 33325

DEPT. OF STATE
TALLAHASSEE, FL 32314

95 MAR 26 AM 11:51

FILED

63 4/2/96

ARTICLES OF INCORPORATION
OF
S.B.M. MANAGEMENT INC.

96 MAR 26 AM 11:51

STATE OF FLORIDA
TALLAHASSEE

I, the undersigned subscriber to these Articles of Incorporation, being natural person competent to contract, hereby form a corporation, pursuant to Chapter 607, Florida Statutes, as currently and as shall hereafter be in force and effect; and to the extent that the aforementioned provisions of Chapter 607, Florida Statutes, are not in conflict therewith.

ARTICLE I

NAME

The name of this corporation is S.B.M. MANAGEMENT INC.

ARTICLE II

PRINCIPAL ADDRESS

The initial street address of the principal office of the corporation in the state of Florida is : 13060 STATE RD 7 BAY 112, DAVIE FLORIDA 33325. The corporation may move its principal office place within and without the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock the corporation is authorized to have issued and outstanding at any one time is ONE THOUSAND (1000) shares of non-assessable common stock have a nominal or par value of One Dollar and No/100 (\$1.00) per share.

ARTICLE IV

INITIAL REGISTERED AGENT

The initial registered agent shall be JOYCE KNAPPER and the address is 225 N.W. 135 AVE. PLANTATION, Florida 33325.

ARTICLE V

INCORPORATORS

The name, street address and number of shares subscribed for the initial subscribers of these Articles of Incorporation are:

ARTICLES OF INCORPORATION
S.B.M. MANAGEMENT INC.

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
JOYCE KNAPPER	225 N.W. 135 AVE. PLANTATION, Fl 33325	250

The initial subscriber certify that the consideration for which she has subscribed is not less than the amount of capital with which the corporation will begin business as set forth in Article III herein.

The corporation shall exist perpetually.

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE VI

MANAGEMENT

The business of the corporation shall be managed by the stockholders of the corporation rather than by the Board of Directors. Wherever the context requires, the stockholders shall be deemed Directors of the Corporation for purposes of applying Chapter 607, Florida Statutes. Any action required or permitted by Chapter 607, Florida Statutes to be taken by the Directors or the stockholders shall be taken upon a vote of a majority of the issued and outstanding shares of its record owners.

ARTICLES OF INCORPORATION
S.B.M. MANAGEMENT INC.

ARTICLE VII

BOARD OF DIRECTORS-MEMBERS

The name and street address of each of the members of the Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
JOYCE KNAPPER	225 N.W. 135 AVE. PLANTATION, FL 33325

Unless otherwise provided by the Articles of Incorporation or By-Laws each member of the initial Board of Directors shall hold office for the first year of existence of the corporation or until their successors are elected or appointed or have qualified.

ARTICLE VIII

EXISTENCE

The corporation shall exist on the 26th day of MARCH 1996, which date being the day on which the subscribers to these Articles of Incorporation shall purchase and be issued the shares subscribed for.

ARTICLES OF INCORPORATION
S.B.M. MANAGEMENT INC.

ARTICLE IX

AMENDMENTS

The corporation may amend or repeal any provision, part or parts of these Articles of Incorporation upon an affirmative vote of a majority of the issued and outstanding stock at duly constituted shareholders meeting.

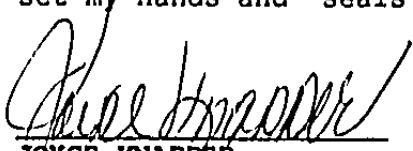
ARTICLE X

BY-LAWS AND STOCKHOLDERS AGREEMENTS

The Stockholders shall have the power to make, amend or repeal By-Laws a stockholder's agreement in place of By-Laws concerning all matters and things so long as such By-Laws or stockholder's agreement are not in conflict with these Articles of Incorporation as they are now or hereafter in force and effect.

ARTICLES OF INCORPORATION
S.B.M. MANAGEMENT INC.

IN WITNESS WHEREOF, I, the undersigned subscriber being the original subscriber to the capital stock herein above describe for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein contained are true, and do agree to take the number of shares herein above set forth and hereunto set my hands and seals this 25th day of March, 1996.


JOYCE KNAPPER

STATE OF FLORIDA > SS:
COUNTY OF BROWARD >

I HEREBY CERTIFY that on this 25 day of 3, 1996 before me an officer duly qualified to take acknowledgments, personally appeared JOYCE KNAPPER who is either personally know to me or produced Florida Drivers licenses as photo identification, and who acknowledged that she executed the foregoing instrument.


NOTARY PUBLIC STATE OF FLORIDA

PRINT NAME: Frank E. Keegan



FRANK E. KEEGAN
My Commission CC478673
Expires Jul. 06, 1999
Bonded by ANB
800-852-8678

95 MAR 26 AM 11:51
STATE OF FLORIDA

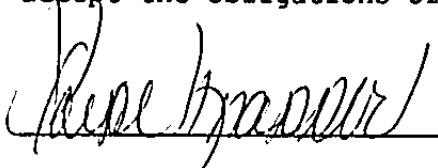
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

S.B.M. MANAGEMENT INC. Wishing to organize under the laws of the state of Florida with its principal office, as indicated in the Articles of Incorporation at the city of HOLLYWOOD, County of Broward, State of Florida, has named JOYCE KNAPPER located at 225 N.W. 135 AVE PLANTATION, FL 33325 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



JOYCE KNAPPER

3-25-96

DATE