

P96000048433

TRANSMITTAL LETTER

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

SUBJECT: SunLites Franchise Systems, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: 70.00

XX \$78.75                      122.50                      131.25

From: Karon L. Steinmetz  
5455 4th Street North  
St. Petersburg, FL 33703  
(813)525-2813

JUN 6 1996

BSS

200001850362  
-06/04/96--01122--018  
\*\*\*\*\*78.50 \*\*\*\*\*78.50

FILED  
96 JUN -3 PM 3:40  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE

## ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Article of Incorporation.

### ARTICLE I NAME

The name of the corporation shall be:

SunLites Franchise Systems, Inc.

FILED  
26 JUN -3 PM 3:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Principal place: 4701 Central Avenue  
St. Petersburg, Florida 33713

Mailing Address: 4701 Central Avenue  
St. Petersburg, Florida 33713

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 of Common Stock

ARTICLE IV INCORPORATOR(S)

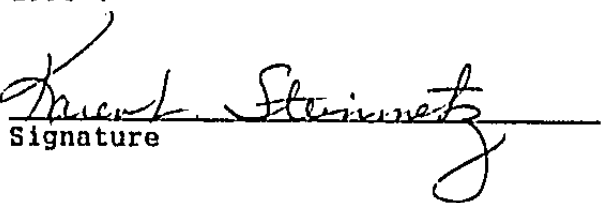
The name and street address of the incorporator to these Articles of Incorporation is:

Karen L. Steinmetz  
4701 Central Avenue  
St. Petersburg, Florida 33713

ARTICLE V OFFICERS OF THE INCORPORATION

President: Phillip Morren  
Vice President: Howard Adler  
Secretary: Jean Paul Lalonde

The undersigned incorporator has executed these Articles of Incorporation this 28th day of May, 1996.

  
Signature

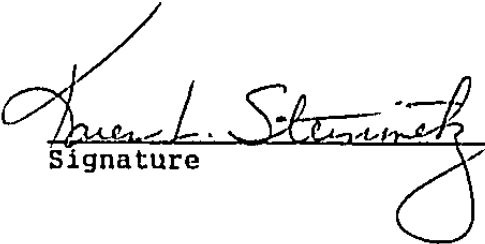
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

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.

1. The name of the corporation is: SunLites Franchise Systems
2. The name and address of the registered agent and office is:

Karen L. Steinmetz  
5455 4th Street North  
St. Petersburg, Fl 33703  
(813)525-2813

Having been named as registered agent and to accept service of process for the above stated corporation at the 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 provisions 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.

  
Signature

5/28/96  
Date

FILED  
95 JUN-3 PM 3:40  
SEC. OF STATE  
TALLAHASSEE, FLORIDA