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LAW OFFICES  
HARRIS, KUKBY & HELGESEN

A PROFESSIONAL ASSOCIATION

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June 24, 1996

Corporate Records Bureau  
Division of Corporations  
Florida Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

700001882127  
-07/02/96--01141--002  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Cook Boys, Inc.; Our file no. 96-096-AH

Ladies and Gentlemen:

Enclosed herewith for filing are the Articles of Incorporation of Cook Boys, Inc., together with a copy to be certified and returned to this office.

Also enclosed is our check in the amount of \$122.50 to cover the cost of the filing and certification fees of this corporation.

Thank you for your cooperation in this matter.

Sincerely,

*Maryann S. Peterson*

Maryann S. Peterson  
Secretary to Andrew Helgesen

Enclosure

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

July 8, 1996

HARRIS, KUKEY & HELGESEN  
POST OFFICE BOX 31208  
PALM BEACH GARDENS, FL 33410

SUBJECT: COOK BOYS, INC.  
Ref. Number: W96000014195

We have received your document for COOK BOYS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 296A00033105

**Articles of Incorporation  
of**

**Cook Boys, Inc.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

The name of the corporation ("Corporation") is Cook Boys, Inc.

**ARTICLE II**

The street address of the principal office of the Corporation is 1723 N. Lakeside Dr., Lake Worth FL 33460.

**ARTICLE III**

The maximum number of shares this Corporation is authorized to issue is 1,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE IV**

The initial street address of the Corporation's registered office is 1723 N. Lakeside Drive, Lake Worth, FL 33460. The initial registered agent for the Corporation at that address is Timothy Cook.

**ARTICLE V**

The initial board of directors shall consist of two (2) members. The names and address of the persons who will serve on the initial board of directors are:

Name	Address
Timothy Cook	1723 N. Lakeside Dr., Lake Worth, FL 33460
Connie Cook	1723 N. Lakeside Dr., Lake Worth, FL 33460

ARTICLE VI

The names and street addresses of the persons signing these articles of Incorporation are:

Name	Address
Timothy Cook	1723 N. Lakeside Dr., Lake Worth, FL 33460
Connie Cook	1723 N. Lakeside Dr., Lake Worth, FL 33460

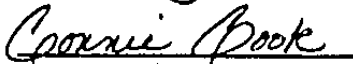
ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of June, 1996.



Name: Timothy Cook



Name: Connie Cook

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Cook Boys, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



Name: Timothy Cook

Date: June 21, 1996