

P 960000 60735

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

F. CHESSEY JUL 19 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/19/96		
TIME	1:00		CK No. _____
BY	CO		

WALK-IN
 Will Pick Up _____

_____ of _____ No 52603
 RE: S Brothers Management, Inc.

Capital Express™
☒ Art. of Inc. Filing
 _____ Corp. Record Search
 _____ Ltd. Partnership Filing
 _____ Foreign Corp. Filing
☒ () Cert. Copy(s)
 _____ Art. of Amend. Filing
 _____ Dissolution/Withdrawal
 O U S.
 Filitious Name Filing
 _____ Name Reservation
 _____ Annual Report/Notelstatement
 _____ Reg. Agent Service
 _____ Document Filing
 _____ Corporate Kit
 _____ Vehicle Search
 _____ Driving Record
 _____ Document Retrieval
 _____ UCC 1 or 3 Filing
 _____ UCC 11 Search
 _____ UCC 11 Retrieval
 _____ Filing No.'s, _____ Copies
 _____ Courier Service
 _____ Shipping/Handling
 _____ Phone ()
 _____ Top Priority
 _____ Express Mail Prep.
 _____ FAX () pgs.

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit Invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
S BROTHERS MANAGEMENT INC.

FILED
56 JUL 19 PM 2:20
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **S BROTHERS MANAGEMENT INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 158 North Federal Highway, Dania, Florida 33004.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Joel R. Magazino, Esq., 9190 S.W. 72 Street, Miami, FL 33173.

ARTICLE V: INCORPORATOR

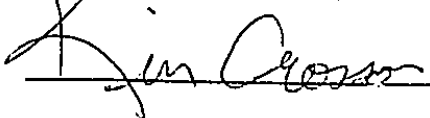
The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is Alan Shapiro, 8150 N.E. 197 Terrace, North Miami, FL 33179.

The undersigned has executed these Articles of Incorporation this 19th day of 1996.

"Capital Connection, Inc. by Kim Crosson, Office Manager"



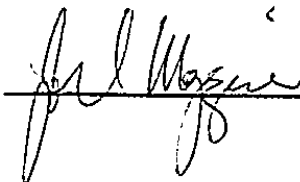
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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: S.E. MANAGEMENT, INC.

2. The name and street address of the registered agent and office is: JOEL R. MAGAZINE, ESQ.
9190 S.W. 72 Street
Miami, Florida 33173

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.



96 JUL 19 PM 2:20

FILED

CAPITAL CONNECTION, INC.

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 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
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P96000060735

NAME _____
 FIRM _____
 ADDRESS _____
 PHONE () _____

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 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Kim gave permission to add title for person signing Director - being added. 10-23-96

Amendment 10/23/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	10/23		
TIME	3:00		
	55.		

ALK-IN
 Pick Up _____

RE: S Brothers Management, Inc

	C.C. FEE.	DISBURSED
_____ Capital		
_____ Art. of Inc. File		
_____ Corp. Record Search		
_____ Ltd. Partnership File		
_____ Foreign Corp. File		
_____ () Cert. Copy(s)		
_____ <i>Photo Copy</i>		
_____ Art. of Amend. File		
_____ Dissolution/Withdrawal		
_____ C U S-		
_____ Fictitious Name File		
_____ Name Reservation		
_____ Annual Report/Reinstatement		
_____ Reg. Agent Service		
_____ Document Filing	300001984372-6	
	-10/23/96-01061-012	
	*****35.00 *****35.00	
_____ Corporate Kit		
_____ Vehicle Search		
_____ Driving Record		
_____ Document Retrieval		
_____ UCC 1 or 3 File		
_____ UCC 11 Search		
_____ UCC 11 Retrieval		
_____ File No.'s, _____ Copies		
_____ Courier Service		
_____ Shipping/Handling		
_____ Phone ()		
_____ Top Priority		
_____ Express Mail Prep.		
_____ FAX ()		

SUBTOTALS

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 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from

RECEIVED
 96 OCT 23 PM 3:12
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 DIVISION OF INCORPORATION

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

S BROTHERS MANAGEMENT INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article VI: add Howard Shapiro, 8130 N E. 197 Terrace, North Miami, FL 33179
as an additional Director

FILED
96 OCT 23 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: October 23, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____"
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 23rd of October, 19 96

Signature Kia Crosson
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Incorporator is Capital Connection, Inc.
by: Kia Crosson, Office Manager
Typed or printed name

Incorporator

Title