

P96000063378

July 22, 1996

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
Post Office Box 6327
TALLAHASSEE, FLORIDA 32314

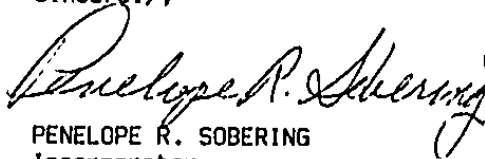
RE: PENICK ENTERPRISES, INC.
ARTICLES OF INCORPORATION

200001905832
-07/26/96--01069--020
****122.50 ****122.50

Please find enclosed a check in the amount of \$122.50 for filing fees, registered agent fee, and certified copy of Articles of Incorporation for the above-referenced Florida Corporation. Also enclosed are original of Articles of Incorporation for PENICK ENTERPRISES, INC. a Florida Corporation.

Please advise when the Articles have been filed.

Sincerely,



PENELOPE R. SOBERING
Incorporator

SECRETARY OF STATE
TALLAHASSEE FLORIDA

95 JUL 26 AM 8:46

FILED

637/31/96

ARTICLES OF INCORPORATION
OF
PENICK ENTERPRISES, INC.

FILED
96 JUL 26 AM 0:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of the Corporation shall be PENICK ENTERPRISES, INC., a Florida Corporation.

ARTICLE II - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - POWERS

This Corporation shall have all of the powers enumerated in the "Florida General Corporation Act", (Chapter 607, Florida Statutes).

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of voting common stock (ten thousand shares), with a par value of \$1.00 (one dollar) per share.

ARTICLE V - PREEMPTIVE RIGHTS

The holders of the common stock of the Corporation shall have the preemptive right to purchase upon such price, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the common stock of the Corporation as may be issued from time to time over and above the issue of the first 100 shares of the common stock of the Corporation which have never previously been sold or issued. Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the treasury of the Corporation and shall be exercised in the respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all stockholders at such time.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is;

2651 MAPLELOFT LANE
SARASOTA, FLORIDA 34232

and the name of the initial registered agent of this Corporation at that address is

JOHN R. THEIS CPA

ARTICLES OF INCORPORATION

PENICK ENTERPRISES, INC.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of Directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The names of the initial directors of this Corporation are:

PENELOPE R. SOBERING

NICHOLAS G. SOBERING

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator of this Corporation is

PENELOPE R. SOBERING
4036 South Mark Drive
Sarasota, Florida 34232

ARTICLE IX - CORPORATION'S PRINCIPAL OFFICE

The principal office of this corporation will be as follows:

4036 South Mark Drive
Sarasota, Florida 34232

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLES OF INCORPORATION

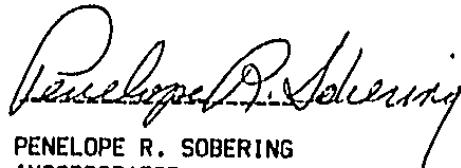
PENICK ENTERPRISES, INC.

ARTICLE XI - OFFICERS

The initial officers of this Corporation are as follows:

PRESIDENT	PENELOPE R. SOBERING
VICE PRESIDENT	NICHOLAS G. SOBERING
SECRETARY	PENELOPE R. SOBERING
TREASURER	NICHOLAS G. SOBERING

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES
OF INCORPORATION ON THIS 23 DAY OF JULY, 1996.



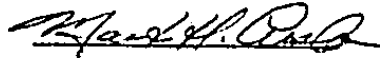
PENELOPE R. SOBERING
INCORPORATOR



MARTIN H. ARSLAN
MY COMMISSION # CC423088 EXPIRES
November 27, 1998
BOND # THRU TRU FARM INSURANCE, INC.

STATE OF FLORIDA)
COUNTY OF SARASOTA)

Before me, a Notary Public, appeared PENELOPE R. SOBERING, known to be the person described as the Incorporator, who executed the foregoing Articles of Incorporation, and said person did acknowledge subscribing to the same.



MARTIN H. ARSLAN
MY COMMISSION # CC423088 EXPIRES
November 27, 1998
BOND # THRU TRU FARM INSURANCE, INC.

Driver's license provided for
identification.

Print, type or stamp name of Notary Public
Personally known OR Produced I. D.
Type and number of I. D. produced:

FILED

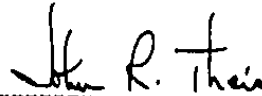
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
PENICK ENTERPRISES, INC.

Having been named to accept service of process for the above-named Corporation, at the place designated in the Corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: JULY 22, 1996



JOHN R. THEIS CPA
Registered Agent for
PENICK ENTERPRISES, INC.