

P 9600098393

10/7/96

Requestor's Name

Daren Rubinfeld

561-790-1414

SOUTHERN MGMT I INC

10523 SOUTHERN BLVD

ROYAL PALM BEACH

FL 33411

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ON NAME(S) & LEADER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
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3. _____ (Corporation Name) _____ (Document #)
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TALLAHASSEE, FLORIDA

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NEW FILINGS	
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

F. O. 238:ER

OCT 11 1996

ARTICLES OF INCORPORATION

of

OUTLOT, INC.

The Undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

OUTLOT, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred Shares (500) of ONE DOLLAR (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office and mailing address of the corporation is:

OUTLOT, INC.
10323 Southern Boulevard
Royal Palm Beach, Florida 33411

The name and Street address of the Initial Registered Agent of this corporation is:

Daren Rubenfeld
10323 Southern Boulevard
Royal Palm Beach, Florida 33411

This corporation shall have One (1) director originally. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

Robert Miller
10323 Southern Boulevard
Royal Palm Beach, Florida 33411

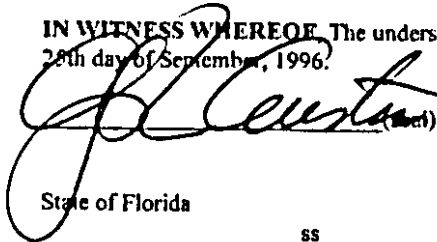
ARTICLE VII - INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is as follows:

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TALLAHASSEE, FLORIDA

Christopher Austin
10323 Southern Boulevard
Royal Palm Beach, Florida 33411

IN WITNESS WHEREOF, The undersigned subscriber has executed these Articles of Incorporation this
28th day of September, 1996.


State of Florida

ss

County of Palm Beach

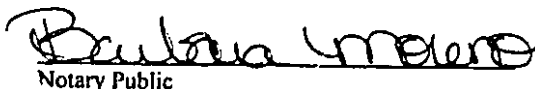
before me, a Notary Public authorized to take acknowledgments in the State and County of Palm Beach,
Florida, personally appeared:

CHRISTOPHER AUSTIN
Signature

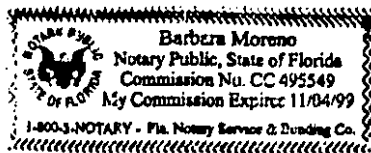
FLA LICENSE A 235 113 46 027 0
Identification

known to me to be the person who executed the foregoing Articles of Incorporation, who acknowledged
before me that Christopher Austin executed these Articles of Incorporation, that he is personally known to
me, and that an oath was not taken.

Witness my hand and official seal in the County and State last aforesaid this 25th day of September, 1996.


Notary Public

Barbara Moreno
Printed Notary Signature.



**CERTIFICATE OF ACKNOWLEDGMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

OUTLOT, INC.

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TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:


The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

10322 Southern Boulevard
Royal Palm Beach, Florida 33411

has named **DAREN RUBENFELD** located at the aforesaid address, as its Registered Agent to accept service of process within the state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated above, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Registered Agent