

P96000099/78

Barbara's Personal Services, Inc.
PARALEGAL & SECRETARIAL
SUITE 2A
152 8th AVENUE S.W.
LARGO, FLORIDA 33770-3613

WILLS & TYPING
BANKRUPTCY & DIVORCE
INCORPORATIONS

TELEPHONE 813 559-8505
FACSIMILE 584-1462

December 4, 1996

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

EFFECTIVE DATE
1-1-97

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-12/06/96--01033--004
*****78.75 *****78.75

TRANSMITTAL LETTER

SUBJECT: SOUTHERN COMFORT OF PINELLAS, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:
Seventy-eight & 75/100 dollars (\$78.75) for Filing Fee and Certificate.

FROM: Barbara S. Hicks

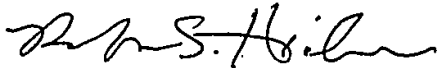
152 8th Avenue, S.W., Suite 2A

Largo, Florida 33770-3613

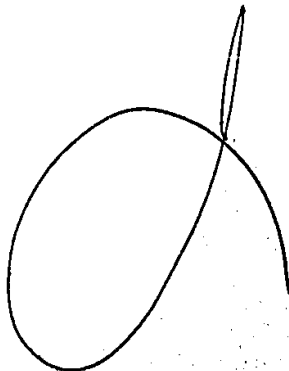
(813) 559-8505

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Sincerely,



Barbara S. Hicks



12/9

EFFECTIVE DATE: 1-1-97

ARTICLES OF INCORPORATION

The undersigned incorporators, 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 shall be: **Southern Comfort of Pinellas, Inc.**

ARTICLE II PRINCIPAL OFFICE

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

11840 108th Court N.
Seminole, Florida 33778
813/ 393-4355

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TALLAHASSEE FLORIDA

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **One thousand (1,000) shares.**

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Bernard N. Loomis
11840 108th Court N.
Seminole, Florida 33778
813/ 393-4355

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporations are:

Bernand N. Loomis
(Director & President)

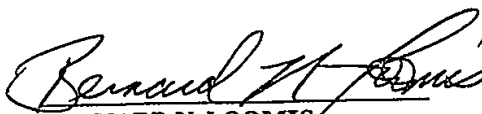
Joanne M. Kilroy
Treasurer

11840 108th Court N.
Seminole, Florida 33778

ARTICLE VI Effective Date

The effective date of these articles shall be January 1, 1997.

The undersigned incorporators have executed these Articles of Incorporation this 4nd day of December, 1996.


BERNARD N. LOOMIS
Director & President


JOANNE M. KILROY
Treasurer

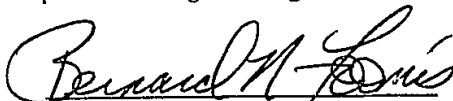
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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: SOUTHERN COMFORT OF PINELLAS, INC.
2. The name and address of the registered agent and office is:

Bernard N. Loomis
11840 108th Court N.
Seminole, Florida 33778
813/393-4355

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.


BERNARD N. LOOMIS

This 04 day of December 1999

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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