

P97000014961

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 _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: S.O.B.T. Properties
DR.

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
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 () pgs.		

SUBTOTALS _____

REQUEST TAKEN CONFIRMED APPROVED
DATE 2-17-97
TIME 9:01 CK No. _____
BY DR

WALK-IN
Will Pick Up _____

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, 15% per Annum.

THANK YOU
from
Your Capital Connection

B. REGISTERED FEB 17 1997

ARTICLES OF INCORPORATION
OF
S.O.B.T. PROPERTIES, INC.

FILED
97 FEB 17 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. - NAME:

The name of this corporation shall be S.O.B.T. PROPERTIES, INC.

ARTICLE II. - DURATION:

This corporation shall have perpetual existence.

ARTICLE III. - PURPOSE:

This corporation is organized for the purpose of transacting any and all lawful businesses of the United States and State of Florida.

ARTICLE IV. - CAPITAL STOCK:

This corporation is authorized to issue One Thousand (1000) shares of preferred stock having a par value of One Dollar (\$1.00) per share, having unlimited voting rights and being entitled to receive net assets of the corporation upon distribution or dissolution and is authorized to issue One Thousand (1000) shares of common stock having a par value of One Dollar (\$1.00) per share, having no voting rights and being entitled to receive the net assets of the corporation upon distribution or dissolution.

ARTICLE V. - INDEMNIFICATION:

The Corporation shall indemnify any officer or any director, to the full extent permitted by law.

ARTICLE VI. - BYLAWS:

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws, or adopt new Bylaws, is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE VII. - INFORMAL SHAREHOLDER ACTION:

The holders of not less than a majority of the issued and outstanding shares of the voting stock, of the corporation, may act by written agreement, without a meeting, as provided in Florida Statutes section 607.0702 and the Bylaws.

ARTICLE VIII. - PRE-EMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others. This right is waived by any holder of said stock who does not exercise said right and pay for the stock available for purchase, pursuant to such preemptive rights, within seven (7) days of the shareholders receipt of a written notice, from this corporation, stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise their pre-emptive rights.

ARTICLES IX. - AFFILIATED TRANSACTION RULES:

The Affiliated Transaction Rules contained in Section 607.0901, Florida Statutes shall not apply to this Corporation.

ARTICLE X. - INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office of this corporation is 1313 28th Street, Orlando, Florida 32805. The name of the initial registered agent of this corporation is John M. Muchard.

ARTICLE XI. - BOARD OF DIRECTORS:

The corporation shall have one director initially. The Directors of the Corporation shall be elected by a majority of the shares

entitled to vote. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is:

JOHN M. MUCHARD
1313 28TH STREET
ORLANDO, FLORIDA 32805

ARTICLE XII. - INCORPORATORS:

The name and address of the Incorporator signing these articles is:

JOHN M. MUCHARD
1313 28TH STREET
ORLANDO, FLORIDA 32805

ARTICLE XIII. - AMENDMENT:

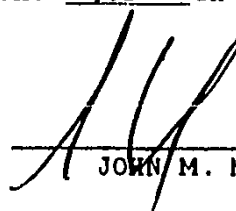
The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the stockholders is subject to this reservation.

ARTICLE XIV. - MAILING ADDRESS:

The mailing address of the corporation shall be:

1313 28TH STREET ORLANDO
ORLANDO, FLORIDA 32805

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this the 12th day of FEBRUARY, 1997.



JOHN M. MUCHARD

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared JOHN M. MUCHARD, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 12th day of FEBRUARY, 1997.



LISA HALL
My Commission CC309649
Expires Aug. 20, 1997

Lisa Hall
Notary Public
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

I, JOHN M. MUCHARD, appointed pursuant to Article X of the Articles of Incorporation of S.O.B.T. PROPERTIES, INC. do hereby accept that appointment as Registered Agent for said corporation.

John M. Muchard
JOHN M. MUCHARD

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA