

P97000015308

TRANSMITTAL LETTER

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

SUBJECT: Superior Performance Development Inc.
(Proposed corporate name - must include suffix)

200002086592--7
-02/13/97--01027--010
****131.25 ****131.25

Enclosed is an original and two (2) copies of the Articles of Incorporation and a check in the amount of One Hundred Thirty-One Dollars and Twenty-Five Cents (\$131.25) for the *Filing Fee, Certified Copy and Certificate.*

From: Nikki Danielle Trammell
Name (Printed or typed)
4118 Floral Drive
Address
Boynton Beach, Florida 33436
City, State & Zip
(561) 659-4888
Daytime Telephone Number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 13 AM 11:29

g2/13/97

ARTICLES OF INCORPORATION

of

SUPERIOR PERFORMANCE DEVELOPMENT INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 FEB 13 AM 11:29

THE UNDERSIGNED incorporator of these Articles of Incorporation, natural person competent to contract, hereby desire to form a corporation for profit under the laws of the State of Florida, of the United States of America, by and under the provisions and statutes of the State, providing for the formation, liability rights, privileges, benefits and obligations conferred and imposed by said law on corporations organized pursuant to the provisions hereof, and does hereby make, subscribe and acknowledge and file these Articles of Incorporation as follows:

ARTICLE I. NAME OF CORPORATION

The name of this corporation shall be: SUPERIOR PERFORMANCE DEVELOPMENT INC.

ARTICLE II. GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be to carry on any business, occupation, undertaking, or enterprises and to exercise any power of authority which may be done by a private corporation organized and exercising under and by virtue of the laws of Florida and it is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by the laws of the State of Florida.

ARTICLE III. STOCK

The maximum number of shares of stock that this corporation shall be authorized to issue and have outstanding at any one time shall be limited to Seven Thousand Five Hundred (7,500) shares of voting common stock with a par value of One Dollar (\$1.00) per share. Any restriction on the sale and transfer of ownership of stock shall be determined by the Board of Directors as set forth by the corporation's By-laws and shall be so stated on any certificate of stock issued by the corporation.

ARTICLE IV. CORPORATION EXISTENCE

The corporation shall exist perpetually unless dissolved according to law.

ARTICLE V. ADDRESS OF CORPORATION

The street address of the principal office of the corporation is 224 Datura Street, Suite 615, West Palm Beach, Florida 33401.

The Board of Directors may from time to time move the office to any other place in the State of Florida.

ARTICLE VI. INITIAL REGISTERED AGENT

The name and address of the initial registered agent of the corporation is Chevelle Lynne Crusan, 4118 Floral Drive, Boynton Beach, Florida 33436.

ARTICLE VII. DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time-to-time via By-laws adopted by the stockholders, but shall never be less than one (1).

The name and address of the first Board of Directors who shall hold office for the first year of existence of the corporation on, or until their successors shall have been elected and qualified is:

<u>NAME</u>	<u>ADDRESS</u>
Nikki Danielle Trammell	4118 Floral Drive, Boynton Beach, Florida 33436

ARTICLE VIII. INCORPORATORS

The name and address the incorporator to the Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Nikki Danielle Trammell	4118 Floral Drive, Boynton Beach, Florida 33436

ARTICLES IX. SELF-DEALING

No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is a director or officer, or are directors or offices, of such other corporation, and any directors, individually or jointly, may be a party to or may be interested in any such contract or transaction of the corporation, or in which the corporation is interested, and not contract, act or transaction, in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act or transaction, in or any way connected with such contract,

act or transaction, in or any way connected with such person or persons, firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled corporation.

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the stockholders, and approved at a stockholder' meeting by a majority of the stock entitled to vote thereupon, unless all the directors and all the stockholder's meeting by a majority of the stock entitled to vote thereupon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, as Incorporator, hereunto set my hand and seal this 6th day of

February, 1997.


NIKKI DANIELLE TRAMMELL

STATE OF FLORIDA

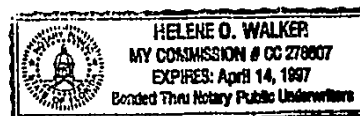
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared NIKKI DANIELLE TRAMMELL, personally known to me and known to be and person described as the Incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to said Articles of Incorporation.

WITNESS my hand and official seal on this 6th day of February, 1997 at
West Palm Beach, Florida.

Helene O. Walker

NOTARY PUBLIC Helene O. Walker
My Commission Expires: April 14, 1997



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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.

SUPERIOR PERFORMANCE DEVELOPMENT INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 224 Datura Street, Suite 615, West Palm Beach, Florida 33401, Palm Beach County, State of Florida, has named Chevelle Lynne Crusan, located at 4118 Floral Drive, Boynton Beach, Florida 33436, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

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.

By *Chevelle Lynne Crusan*
Registered Agent Chevelle Lynne Crusan

Date *Feb. 6, 97*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 13 AM 11:29