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SUGARLANE, INC.
6421 S.W. 109 COURT
MIAMI, FLORIDA 33173

February 6, 1997

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****122.50 ****122.50

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

As incorporator, I submit the enclosed Articles of Incorporation for a new corporation to be named Sugarlane, Inc.

A check for \$122.50 is enclosed to cover the charter tax, filing fee, initial registered agent fee and certified copy fee.

Thank you,

Harilyn Sugar Adler

Harilyn Sugar Adler
Incorporator

Enclosures.

FILED
97 FEB 13 AM 10:17
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

TALLAHASSEE, FLORIDA

SUGARLANE, INC.

I, the undersigned incorporator of this Corporation adopt the following Articles of Incorporation.

ARTICLE I

The name of this Corporation is SUGARLANE, INC.

ARTICLE II

The duration of this Corporation shall be perpetual.

ARTICLE III

The general nature of the business to be conducted by this Corporation is to engage in the transaction of all lawful business for which a corporation may be incorporated pursuant to the laws of the State of Florida. Said Corporation shall have all the corporate powers and authority permitted or allowed by the laws of the State of Florida and to carry out the lawful business of the Corporation.

ARTICLE IV

The total number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which said capital stock shall be payable in lawful money of the United States of America, or in property, labor or services, at a valuation to be fixed by the Board of Directors, in a manner provided for by statute and the stock issues shall be fully paid and non-assessable.

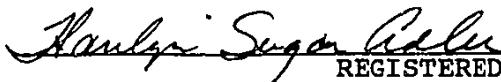
Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

The initial registered agent and the street address of the initial registered agent of the Corporation is:

HARILYN SUGAR ADLER
6421 S.W. 109 COURT
MIAMI, FLORIDA 33173

I, HARILYN SUGAR ADLER am familiar with and accept the duties and responsibilities as registered agent for said corporation.


REGISTERED AGENT

ARTICLE VI

The names and addresses of the first Board of Directors and Officers of the Corporation, who, subject to the provisions of the Certificate of Incorporation, By-laws of the Corporation, and the laws of the State of Florida, shall hold office for the first year of the existence of the corporation or until their successors are duly elected and qualified, are as follows:

HARILYN SUGAR ADLER	PRESIDENT
HARILYN SUGAR ADLER	SECRETARY
HARILYN SUGAR ADLER	TREASURER
HARILYN SUGAR ADLER	DIRECTOR

ARTICLE VII

The Board of Directors of this Corporation shall conduct the business of the Corporation and shall be responsible for the management of the affairs of the Corporation. All decisions affecting the business or management of the Corporation shall be by simple majority of the Board of Directors.

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TALLAHASSEE, FLORIDA

ARTICLE VIII

The name and address of the incorporator is:

HARILYN SUGAR ADLER
6421 S.W. 109 COURT
MIAMI, FLORIDA 33173

The principal address and registered office address of the Corporation shall be:

6421 S.W. 109 COURT
MIAMI, FLORIDA 33173

ARTICLE IX

Any director may be counted in determining the existence of a quorum at any meeting of Board of Directors of this Corporation for the purpose of authorizing any such contract of transaction with like force and effect.

Dated this 6 day of Feb. 1997.

Harilyn Sugar Adler
INCORPORATOR

State of Florida))
County of Dade) ss.

I HEREBY CERTIFY that on this day personally appeared before me, HARILYN SUGAR ADLER known to me to be the person described in, and who signed the foregoing Articles of Incorporation as Incorporator, and she acknowledged before me that she signed the same for purposes therein expressed.

WITNESS my hand and official seal this 6th day of February, 1997 in the city of Miami, County of Dade, State of Florida.

Desiree Persaud
NOTARY PUBLIC

