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ACCOUNT NO. : 072100000032
REFERENCE : 292073 82349A
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : March 13, 1997
ORDER TIME : 9:44 AM
ORDER NO. : 292073-055

EFFECTIVE DATE
3/17/97

CUSTOMER NO: 82349A
CUSTOMER: Rodger L. Spink, Esq
RODGER L. SPINK, INC.
1640 N. 69th Way
Hollywood, FL 33024

FILED
97 MAR 18 PM 2:46
SECURITY
TALLAHASSEE, FLORIDA

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00713707-00000-001
***1347.50 ***122.50

DOMESTIC FILING

NAME: BUTTERMILK OF FLORIDA INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

RECEIVED
97 MAR 13 AM 10:48
DIVISION OF CORPORATION

W97-5938
K.R. MAR 13 1997

K.R. MAR 18 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 13, 1997

RESUBMIT

Please give original
submission date as file date.

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: BUTTERMILK OF FLORIDA, INC.
Ref. Number: W97000005938

We have received your document for BUTTERMILK OF FLORIDA, INC. and your check(s) totaling \$1347.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 797A00012907

60 DAY 21 MAR 97
02:11:03 PM

EFFECTIVE DATE

5-17-97

ARTICLES OF INCORPORATION
OF

BUTTERMILK OF FLORIDA INC.

FILED
97 MAR 18 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age, do hereby form a corporation for profit under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I - NAME

The name of the corporation is BUTTERMILK OF FLORIDA INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in an activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock, each share having a par value of \$1.00.

Authorized capital stock may be paid in cash, services or property, at a value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS AND REGISTERED ADDRESS

The initial street address of the principal office of this corporation is 3451 S.W. 60th Ave., Hollywood, Fl 33023.

ARTICLE VII - INITIAL DIRECTOR

There shall be one director initially, and there shall never be less than one director. The name and address of the initial director who shall hold office until his successors are elected and have qualified is:

<u>NAME</u>	<u>ADDRESS</u>
JOHN P. SHALE	3451 SW 60th Ave. Hollywood, Fl 33023

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
JOHN P. SHALE	3451 SW 60th Ave. Hollywood, Fl 33023

ARTICLE IX - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the date of execution and acknowledgment of these Articles. In the event that these Articles are not filed with the Department of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment are filed with the Department of State.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or

any former officer or director, to the fullest extent permitted by law. Such indemnification shall include costs and reasonable attorney's fees reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action suit or proceedings in which he may be involved or to which he may have been a party by reason of his being or having been a Director or Officer of the corporation. Such indemnification shall not be made in relation to a matter in which he is adjudged to have been derelict in the performance of his duty as such officer or director.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII - REGISTERED AGENT

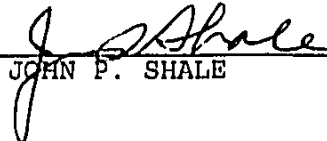
The Registered Agent of this corporation, designated as the corporation's agent to accept service of process within the State of Florida, shall be JOHN P. SHALE, 3451 SW 60th Avenue, Hollywood, Florida 33023.

ARTICLE XIII - CONSENT IN WRITING IN LIEU OF MEETING

Any action that may be taken at a meeting of the stockholders of this Corporation may be taken without formal meeting, if consent in writing setting forth the action shall be signed by all of the shareholders of the corporation and filed with the Department of

State.

IN WITNESS WHEREOF the undersigned Incorporator has executed these Articles of Incorporation, this 17th day of March, 1997.


JOHN P. SHALE

ACCEPTANCE AND ACKNOWLEDGMENT OF REGISTERED AGENT

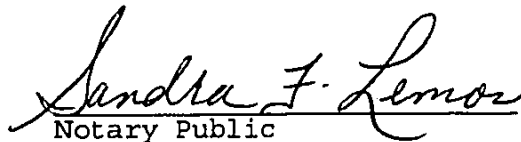
Having been named Registered Agent, I hereby accept the ed Agent, I hereby accept the appointment as Registered Agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.


JOHN P. SHALE

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared, JOHN P. SHALE, me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporators, and acknowledged before me that he subscribed to these Articles of Incorporation on this 17th day of March, 1997.


Notary Public

My Commission Expires:



Sandra F. Lemos
MY COMMISSION # CC591933 EXPIRES
October 9, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
97 MAR 18 PM 2:46
STATE
TALLAHASSEE, FLORIDA