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ROBERT F. GRIFFITH, JR.
OF COUNSEL

April 9, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

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-04/11/97--01070--024
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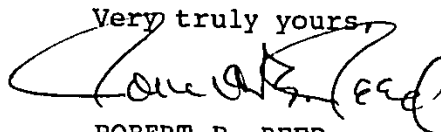
RE: D & S SALES, INC.

Gentlemen:

Enclosed herewith please find original and one (1) copy of Articles of Incorporation of D & S SALES, INC., a Florida corporation, original Certificate Designating Place of Business and this firm's check in the amount of \$122.50 covering the filing fee.

Please return a certified copy of the Articles of Incorporation to my office in the envelope provided. Thank you in advance for your assistance in this matter.

Very truly yours,


ROBERT B. REED

/cw
Enclosures

FILED
97 APR 11 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 4/14/97

ARTICLES OF INCORPORATION
OF
D & S SALES, INC.

FILED
97 APR 11 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is D & S SALES, INC.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

To merchandise, sell and distribute at wholesale and retail foodstuffs, sporting goods and firearms of all kinds and descriptions and to generally operate a campground facility and for the purpose of transacting any or all other lawful business,

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 60 shares no par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1007 SW 15th Street, Boynton Beach, Florida 33426.

and the name of the initial registered agent of this corporation at that address is DANIEL S. HERRMANN.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director(s) of this corporation is:

NAME

ADDRESS

DANIEL S. HERRMANN

1007 SW 15th Street
Boynton Beach, FL 33426

ARTICLE VII - INCORPORATOR

The name and address of the person(s) signing these articles is:


NAME

ADDRESS

DANIEL S. HERRMANN

1007 SW 15th Street
Boynton Beach, FL 33426

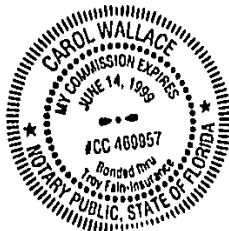
IN WITNESS WHEREOF, the undersigned subscriber(s) has
executed these articles of incorporation this 28th day of
March, 1997.



DANIEL S. HERRMANN
Subscriber

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, a notary public authorized to take
acknowledgments in the state and county set forth above,
personally appeared DANIEL S. HERRMANN to me known to
to be the person who executed the foregoing Articles of
Incorporation, and he acknowledged before me that he executed
those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal, in the state and county aforesaid, this
28th day of March, 1997.





NOTARY PUBLIC, State of Florida

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: -- That D & S SALES, INC. desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at City of Boynton Beach, State of Florida, has named DANIEL S. HERRMANN located at 1007 SW 15th Street, City of Boynton Beach, State of Florida, as its Agent to accept service of process within Florida.


DANIEL S. HERRMANN

Title: President

Date: March 28, 1997

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

FILED
97 APR 11 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


DANIEL S. HERRMANN

Date: March 28, 1997