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LA YOUNG
1612 ORLANDO CR. S.
JAX FL 32207

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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TALLAHASSEE, FLORIDA

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

447-9021

502

APR 25 1997
6:27

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 18, 1997

LOUIS A YOUNG JR
1612 ORLANDO CIRCLE SOUTH
JACKSONVILLE, FL 32207

SUBJECT: SKY ENTERPRISES, INC.
Ref. Number: W97000009020

*Re Submitted
as SkyLiquations Inc.*

We have received your document for SKY ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 297A00019720

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
SKY LIQUIDATIONS, INC.

FILED
97 APR 24 PM 2:14
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is: Sky Liquidations, Inc. and the principal address of this corporation is 1612 Orlando Circle South, Jacksonville, FL 32207.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and/or all lawful business.

ARTICLE IV - CAPITAL SHARES

The aggregate number of shares which the corporation shall have authority to issue shall be Fifty (50) Shares of Common Stock, having a nominal par value of \$ 1.00 per share.

ARTICLE V - REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is 1612 Orlando Circle South, Jacksonville, Florida, 32207, and the name of the initial registered agent of this corporation at that address is Louis A. Young, Jr.

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State of Florida
Articles of Incorporation
of Sky Liquidations, Inc.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director, initially. Thereafter, the number of directors may be either increased or decreased from time to time in the manner provided by the By-Laws. The name and address of the initial director of this corporation is:

Name	Address
Louis A. Young, Jr.	1612 Orlando Circle S., Jax., FL 32207 266-35-7087

ARTICLE VII - INCORPORATOR

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

Name	Address
Louis A. Young, Jr.	1612 Orlando Circle S., Jax., FL 32207

ARTICLE VIII - INDEMNIFICATION

The corporation shall have the power to indemnify all officers and directors and former officers and directors to the fullest extent permitted by law.

ARTICLE IX - AMENDMENT

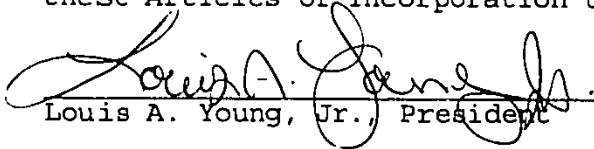
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - CORPORATE EXISTENCE

The date of commencement of corporate existence shall be May 1, 1997.

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of Sky Liquidations, Inc.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of April, 1997


Louis A. Young, Jr., President

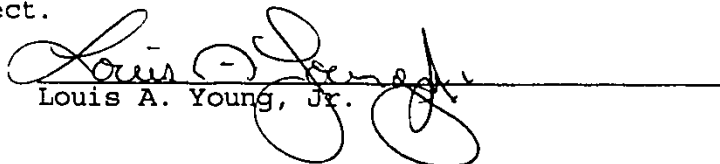
TALLAHASSEE, FLORIDA

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FILED

STATE OF FLORIDA
COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared and produced drivers license, Louis A. Young, Jr., Who, and after being duly sworn, deposes and says that he is the person described as incorporator in these Articles of Incorporation and that the information therein contained is true and correct.


Louis A. Young, Jr.

Sworn to and subscribed before me this
21st day of April 1997

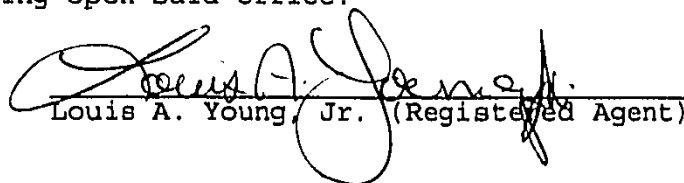

FLORIDA NOTARY PUBLIC, State of Florida



DEBORAH ANN CREGO
COMMISSION # CC 549842
EXPIRES MAY 01, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designed in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.


Louis A. Young, Jr. (Registered Agent)