

P97000041887

LAW OFFICES

*James L. Case, P.A.*

SUITE 102

2810 EAST OAKLAND PARK BOULEVARD  
FORT LAUDERDALE, FLORIDA 33306

JAMES L. CASE

(954) 563 1000  
FAX (954) 565 2047

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

May 5, 1997

600002171396--5  
-05/08/97--01090--012  
\*\*\*\*122.50 \*\*\*\*122.50

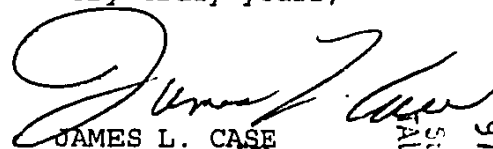
RE: SAMP HOLDINGS, INC.

Dear Sir:

Enclosed please find an original and copy of the Articles of Incorporation of the captioned company, together with a Resident Agent form and our check in the amount of \$122.50 representing payment of the following:

Filing Fee:	\$35.00
Certified Copy of Charter	52.50
Resident Agent Cert.	35.00
TOTAL:	\$122.50

Very truly yours,



JAMES L. CASE

JLC:kb  
Enclosure

MAY 12 : BSB

EFFECTIVE DATE  
5-5-97

FILED  
97 MAY -8 PM 1:13  
STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF  
SAMP HOLDINGS, INC.

ARTICLE I - NAME

The name of this corporation is SAMP HOLDINGS, INC. and the mailing address is 1410 East Las Olas Boulevard, Fort Lauderdale, Florida 33301.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these articles on May 5, 1997.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1410 East Las Olas Boulevard

Fort Lauderdale, Florida 33301

and the name of the initial registered agent of this corporation at that address is:

FILED  
97 MAY -8 PM 1:13  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
5-5-97

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director 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 (1). The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
FRANK SAMP	1410 East Las Olas Boulevard
Pres./Secy./Treas./Dir.	Fort Lauderdale, Florida 33301

ARTICLE VIII - INCORPORATOR

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

<u>NAME</u>	<u>ADDRESS</u>
FRANK SAMP	1410 East Las Olas Boulevard
	Fort Lauderdale, Florida 33301

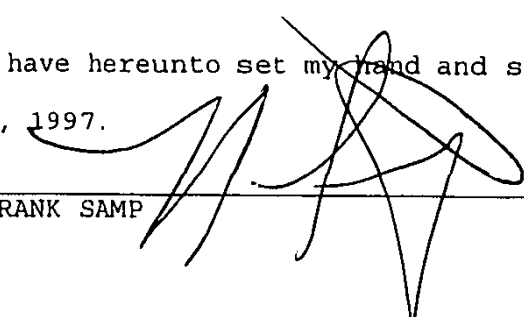
ARTICLE IX - AMENDMENT

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

ARTICLE X - QUALIFICATION UNDER SECTION 1244

This corporation shall qualify under Section 1244 of the Internal Revenue Code and Regulations issued thereunder, and the plan to issue Section 1244 stock shall be adopted by the Board of Directors.

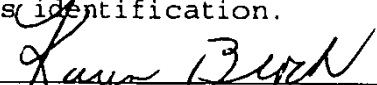
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5 day of May, 1997.

  
\_\_\_\_\_  
FRANK SAMP

STATE OF FLORIDA )

COUNTY OF BROWARD)

The foregoing Articles of Incorporation were acknowledged before me this 5 day of May, 1997 by FRANK SAMP who X is personally known to me, or who \_\_\_\_\_ produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



Karen Block  
MY COMMISSION # CC592606 EXPIRES  
February 2, 2001  
BONDED THRU TROY FAIN INSURANCE, INC

PREPARED BY:  
JAMES L. CASE, ESQUIRE  
2810 EAST OAKLAND PARK BOULEVARD  
SUITE 102  
FORT LAUDERDALE, FL 33306  
(954) 563-1000

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Article:

FIRST: That SAMP HOLDINGS, INC., desiring to organize under the Laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Ft. Lauderdale, State of Florida, has named FRANK SAMP, located at 1410 East Las Olas Boulevard, of the City of Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this State.

By: \_\_\_\_\_

FRANK SAMP

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept said appointment and agree to act in this capacity, and I agree to comply with the provision of said Act relative to keeping open said office.

By: \_\_\_\_\_

FRANK SAMP

FBI  
97 MAY -8 PM 1:13  
TALLAHASSEE, FLORIDA