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ALAN J. KERBEN

Attorney At Law

FILED

8814 Rocky Creek Dr.
Tampa, Florida 33615

97 MAY 19 PM 1:59

Area Code 813
Telephone 885-1457

May 15, 1997

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

400002183624--8
-05/19/97-01146--015
*****70.00 *****70.00

Re: SFA ENTERPRISES AND INVESTMENTS, INC.

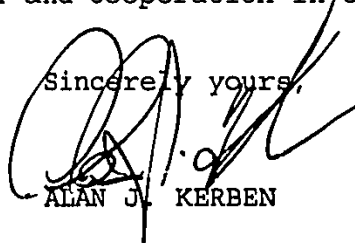
Dear Sir:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above captioned corporation to be filed with your office.

Also enclosed please find our check in the amount of \$70.00 representing the fee charged for filing the enclosed with your office.

Thank you for your attention and cooperation in this matter.

Sincerely yours,



ALAN J. KERBEN

AJK:rlk
Enclosures

9/15-21-97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

SFA ENTERPRISES AND INVESTMENTS, INC.

* * * * *

WE, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of the Corporation shall be---SFA ENTERPRISES AND INVESTMENTS, INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is GENERAL POWERS, and any other activities or business permitted under the laws of the United States and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every kind, class, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or expedition.

To conduct business in, have one or more offices in, and

buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses, in the State of Florida, and all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character or business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is FIVE HUNDRED SHARES (500) COMMON STOCK AT \$1.00 PAR VALUE.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The initial street address in this state of the principal office of this corporation is 12912 Pepper Place, Tampa, Hillsborough County, Florida 33624. The Board of Directors may, from time to time, move the principal office to any other address in the state of Florida.

ARTICLE VII - DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

ARTICLE VIII - BOARD OF DIRECTORS/OFFICERS

The names and street addresses of the members of the first Board of Directors/Officers are:

STEPHEN ASHHEIM - PRESIDENT
12912 Pepper Place
Tampa, Florida 33624

LINDA ASHHEIM - SECRETARY/TREASURER
12912 Pepper Place
Tampa, Florida 33624

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TALLAHASSEE, FLORIDA

ARTICLE IX - SUBSCRIBERS

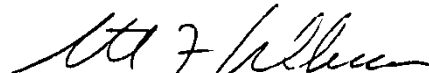
The name(s) and street address(es) of the subscriber(s) of these Articles of Incorporation, the number of shares of stock which they agree to take and the value of consideration therefore are:

<u>NAME AND ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
STEPHEN ASHHEIM 12912 Pepper Place Tampa, Florida 33624	250	\$1.00/Share
LINDA ASHHEIM 12912 Pepper Place Tampa, Florida 33624	250	\$1.00/Share

ARTICLE X - SUBSCRIBERS

The initial designation of the registered office of this Corporation shall be: 12912 Pepper Place, Tampa, Hillsborough County, Florida 33624.

Pursuant to Florida Statutes, Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept and agree to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.




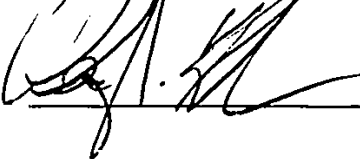
STEPHEN ASHHEIM
Registered Agent


ARTICLE XI - AMENDMENT


These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, We, the Subscriber above named have hereunto set our hands and seals this 22nd day of May, 1997.







STEPHEN ASHHEIM


LINDA ASHHEIM

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

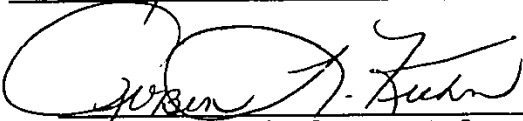
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared:

STEPHEN ASHHEIM and LINDA ASHHEIM

to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged

before me that they subscribed to those Articles of Incorporation.
Affiants produced _____ as identification
or are personally known by me.

WITNESS my hand and official seal in the County and State
named above, this 12th day of May, 1997.



NOTARY PUBLIC, State at Large
My Commission Expires:



ROBIN L. KUHN
My Commission CC537683
Expires Apr. 09, 2000