

P97000066351



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 481447 4337904

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pijet

ORDER DATE : July 31, 1997

ORDER TIME : 11:10 AM

ORDER NO. : 481447-005

CUSTOMER NO: 4337904

700002254147--1

CUSTOMER: Seth Ellis, Esq
THERREL BAISDEN & MEYER WEISS

Suite 500
1111 Lincoln Road
Miami Beach, FL 33139

DOMESTIC FILING

NAME: LIGHT'S RIGHT OUTDOORS, INC.

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

FILED
97 JUL 31 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUL 31 PM 12:12
DIVISION OF CORPORATION

SN .III 31 1997

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EFFECTIVE DATE
7/30/97

ARTICLES OF INCORPORATION
OF
LIGHT'S RIGHT OUTDOORS, INC.

FILED
97 JUL 31 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of the corporation is LIGHT'S RIGHT OUTDOORS, INC.

ARTICLE II
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 30th day of July, 1997.

ARTICLE III
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV
Capital Stock

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V
Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139, and the name of the initial registered agent of this corporation at that address is: Seth E. Ellis, Esq.

ARTICLE VI
Initial Board of Directors

This corporation shall initially have two (2) directors. The number of directors may be increased or decreased from time to time

by the By-laws, but shall never be less than ONE (1). The name and address of the initial directors of this corporation are: KENNETH COLLETTE, c/o Therrel Baisden & Meyer Weiss, 1111 Lincoln Road Mall, Suite 500, Miami Beach, Florida 33139 and KARLA COLLETTE, c/o Therrel Baisden & Meyer Weiss, 1111 Lincoln Road Mall, Suite 500, Miami Beach, Florida 33139.

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: Seth E. Ellis, Esq., 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 30th day of July, 1997.



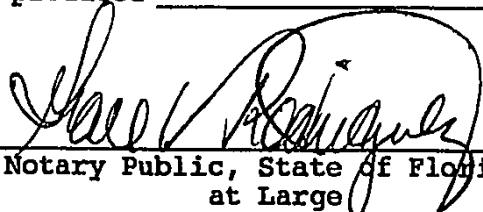
SETH E. ELLIS, Incorporator

STATE OF FLORIDA:

SS:

COUNTY OF DADE:

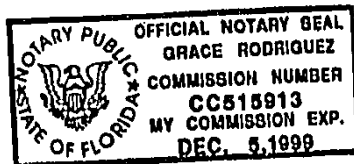
The foregoing instrument was acknowledged before me this 30th day of July, 1997, by SETH E. ELLIS, ESQ., who is personally known to me or who has produced _____ as identification.



Notary Public, State of Florida
at Large

Type/Print/or Stamp Name of Notary

My Commission Expires:



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

LIGHT'S RIGHT OUTDOORS, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that LIGHT'S RIGHT OUTDOORS, INC., desiring to organize under the laws of the State of Florida with its principal office at: c/o Therrel Baisden & Meyer Weiss, 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139, has named Seth E. Ellis, Esq., located at 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139, as its agent to accept service of process within this state.

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



SETH E. ELLIS

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FILED
97 JUL 31 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA