

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Articles

1.) South Philly, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

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10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/21/97

997A-42333

ARTICLES OF INCORPORATION
OF
SOUTH PHILLY, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned as incorporator forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE I.

NAME

The name of this corporation is SOUTH PHILLY, INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal address of this corporation is:

2811 38th Avenue North
St. Petersburg, FL 33713

ARTICLE III.

CAPITAL STOCK

- A. This corporation is authorized to issue 10,000 shares of \$.01 par value common stock.
- B. The holders of issued and outstanding shares shall be entitled to preemptive rights within the meaning of Florida Statutes, Chapter 607.

ARTICLE IV.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are as follows:

Name: Domon D. Mills

Address: 2811 38th Avenue North
St. Petersburg, FL 33713

ARTICLE V.

INCORPORATOR

The name and address of the incorporator of this corporation is:

Name: Domon D. Mills

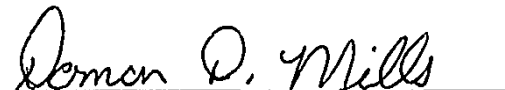
Address: 2811 38th Avenue North
St. Petersburg, FL 33713

ARTICLE VI.

EFFECTIVE DATE OF ARTICLES

These Articles shall be effective upon filing with the Secretary of State for Florida.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set his hand and seal this 20th day of August, 1997, for the purpose of organizing this corporation under the laws of the State of Florida.


DOMON D. MILLS

ACKNOWLEDGEMENT:

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.

Domon D. Mills
DOMON D. MILLS

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97 AUG 21 AM 11:42
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TALLAHASSEE FLORIDA