

P 97000082760



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 541345 12086A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : September 24, 1997

ORDER TIME : 10:34 AM

ORDER NO. : 541345-005

CUSTOMER NO: 12086A

CUSTOMER: Jay Hill, Esq
CONLEY & CLEARY

2401 Manatee Avenue West

Bradenton, FL 34205

300002302223--6
-09/24/97--01062--022
****122.50 ****122.50

DOMESTIC FILING

NAME: SZS SALES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

FILED
97 SEP 24 PM 1:50
TALLAHASSEE, FLORIDA

RECEIVED
97 SEP 24 PM 12:08
OFFICE OF THE CLERK

SN SEP 24 1997

*ARTICLES OF INCORPORATION
OF
SZS SALES, INC.*

FILED
97 SEP 24 PM 1:50
SEC. STATE
TALLAHASSEE, FLORIDA

The incorporator, desiring to form a corporation for profit under the General Corporation Law of Florida, certifies:

ARTICLE I - NAME

The name of the corporation is SZS Sales, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

*ARTICLE III - PRINCIPAL OFFICE AND
MAILING ADDRESS*

The principal place of business of the corporation is at 212 South Tamiami Trail, Venice, Florida 34285. The mailing address of the corporation is 212 South Tamiami Trail, Venice, Florida 34285.

*ARTICLE IV - REGISTERED OFFICE AND
REGISTERED AGENT*

The initial registered office is at 2523 51st Street West, Bradenton, Florida 34209. The name of the initial registered agent at that address is William B. Sparkman III.

ARTICLE V - AUTHORIZED SHARES

The corporation is authorized to issue One Thousand (1000) shares of common stock having no par value.

ARTICLE VI - DIRECTORS

The initial Board of Directors shall consist of one member. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one and said corporation is authorized to have five directors at any one time. The name and address of the initial director of this corporation is William B. Sparkman III, 2523 51st Street West, Bradenton, Florida 34209.

ARTICLE VII - INCORPORATORS

The name and address of the incorporator is William B. Sparkman III, 2523 51st Street West, Bradenton, Florida 34209.

VIII - 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 as subject to this reservation.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - PURPOSE

The general purpose for which this corporation is formed is to engage in any or all lawful act or activity for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE XI - GRANT OF PRE-EMPTIVE RIGHTS

Each common shareholder of the corporation shall be entitled to full pre-emptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation, or securities of the corporations convertible into or carrying a right to subscribe to or acquire shares, that may be issued at any time by the corporation.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this 22 day of September, 1997.



William B. Sparkman III

*CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE*

Pursuant to the provisions of § 607.0501 and 48.091, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

1. The name of the corporation is *SZS Sales, Inc.*
2. The address of the registered office is 2523 51st Street West, Bradenton, Florida 34209.
3. The name of the registered agent at the registered office is William B. Sparkman III.

Date: 9/22/97

SZS Sales, Inc.

By: *William B. Sparkman III*
William B. Sparkman III, Incorporator

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: 9/22/97

William B. Sparkman III
William B. Sparkman III

FILED
97 SEP 24 PM 1:50
TALLAHASSEE
FLORIDA