

P97000091152

Leonard & Morrison
10th Floor
4875 NORTH FEDERAL HIGHWAY
Fort Lauderdale Florida 33308

WILLIAM F. LEONARD
RICHARD W. MORRISON
C. GLENN LEONARD
MICHAEL P. HAMAWAY

TELEPHONE (954) 776-3800
FAX (954) 776-3809

PLEASE REPLY TO:

POST OFFICE BOX 11025
FORT LAUDERDALE, FLORIDA 33339

OF COUNSEL:
WILLIAM ROBERT LEONARD

October 15, 1997

4000002322994--7
-10/17/97--01052--014
****122.50 ****122.50

Secretary of State of Florida
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

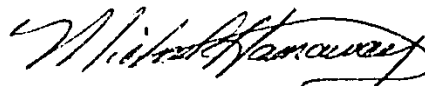
RE: SO FLO HOLDINGS

Ladies/Gentlemen:

Enclosed for filing in your records is an original and copy of Articles of Incorporation for the above-referenced corporation, along with our check in the amount of \$122.50 representing the required filing fee.

If all is in order, please file the Articles in your records and return a certified copy of same to us in the envelope provided. Thank you.

Very truly yours,



Michael P. Hamaway GAVE
AUTHORIZATION BY PHONE TO
CORRECT add corp suffix
DATE 10/22
DOC. EXAM ST

MPH:bcm
Enclosures
cc: Mr. Todd Rowntree
S:\SHARED\WP51\MH\ROWNTREE\sos.ltr

FILED
DIVISION OF STATE
CORPORATIONS
97 OCT 17 PM 12:38

10/22/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 17 PM 12:30

ARTICLES OF INCORPORATION
OF
SO FLO HOLDINGS, INC.

ARTICLE I - CORPORATE NAME

The name of this corporation shall be SO FLO HOLDINGS, INC.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Twelve Hundred (1,200) shares of common stock having a par value of Fifty Cents (\$.50) per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The initial principal office of this Corporation in the State of Florida shall be: 401 Northwest 28 Street, Fort Lauderdale, Florida, 33311.

The Board of Directors from time to time may move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within the United States.

ARTICLE VI - BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTOR.

The name of the initial director of this Corporation and his street address is: TODD ROWNTREE, 401 Northwest 28 Street, Fort Lauderdale, Florida, 33311.

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII - INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is: TODD ROWNTREE, 401 Northwest 28 Street, Fort Lauderdale, Florida, 33311.

ARTICLE IX - 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 a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X - REGISTERED AGENT.

The name and address of the initial Registered Agent of the corporation who shall accept the service of process within this State on behalf of the corporation is: TODD ROWNTREE, 401 Northwest 28 Street, Fort Lauderdale, Florida, 33311.

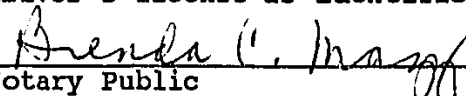
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 15th day of October, 1997.



Todd Rowntree, Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 15th day of October, 1997, by TODD ROWNTREE, who ~~is personally known to me~~ or has produced his Florida driver's license as identification.



Notary Public
My Commission Expires:



Brenda C. Mazy
MY COMMISSION # 00013088 EXPIRES
March 21, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 17 PM 12:38

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

THAT SO FLO HOLDINGS desiring to organize under the laws of the State of Florida, , INC. with its principal office, as indicated in the Articles of Incorporation, at 401 Northwest 28 Street, Fort Lauderdale, at Broward County, State of Florida, has named TODD ROWNTREE located at 401 Northwest 28th Street, Fort Lauderdale, Florida, 33311, Broward County, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


Todd Rowntree, Registered Agent

S:\SHARED\WPS1\HH\ROWNTREE\CORP.ART