

P97000095401

LAW OFFICE OF

O'NEAL & BOOTH, P.A.

Third Floor
2900 East Oakland Pk. Blvd.
Fort Lauderdale, Florida 33306

954-563-4803

PATRICK O'NEAL, ESQUIRE
L. Byrd Booth, Jr. (1940-83)
John P. Seiler, Of Counsel

Fax 563-4881

November 5, 1997

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

RE: Pepperhead Products, Inc.

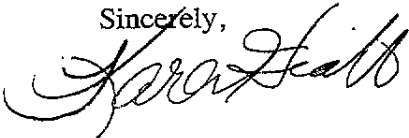
400002340034---4
-11/06/97--01057--002
***122.50 ***122.50

Ladies and Gentlemen:

Enclosed please find two original Articles of Incorporation, together with a check in the amount of \$122.50 for the filing fee. Please file and return one stamped copy to me in the enclosed envelope.

If you should have any questions please do not hesitate to contact me. Thank you for your cooperation.

Sincerely,



Karen Hiatt
Secretary to PATRICK O'NEAL

PO/kh

enclosure

FILED
97 NOV -6 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QW 11-7-97

FILED
97 NOV -6 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PEPPERHEAD PRODUCTS, INC.

ARTICLE I - NAME

The name of this corporation is: **PEPPERHEAD PRODUCTS, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized pursuant to Florida Statutes 607 to engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation is:

431 S. E Fourth Terrace, Pompano Beach, FL 33060

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one. The name and address of the initial directors are:

Sue E. Middleton
William T. Middleton
431 S. E. Fourth Terrace
Pompano Beach, FL 33060

ARTICLE VIII - INCORPORATOR

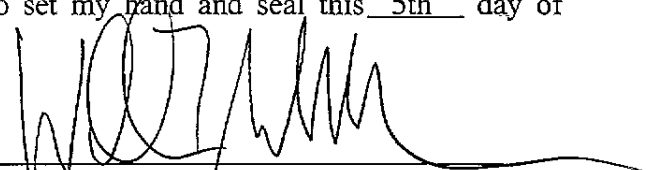
The name and address of the person signing these Articles is:

William T. Middleton
431 S. E. Fourth Terrace
Pompano Beach, FL 33060

ARTICLE IX - AMENDMENT


This corporation reserves the right to amend any provisions contained in these Articles of Incorporation and any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5th day of November, 1997.


William T. Middleton

STATE OF FLORIDA }
COUNTY OF BROWARD }

The foregoing instrument was acknowledged before me this 5th day of November, 1997, by William T. Middleton, who is personally known to me or who has produced a Florida drivers license as identification and who did take an oath.


Notary Public

Karen P. Hiatt
Print name of Notary

My Commission Expires:



KAREN P. HIATT
MY COMMISSION # CC438955 EXPIRES
March 12, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

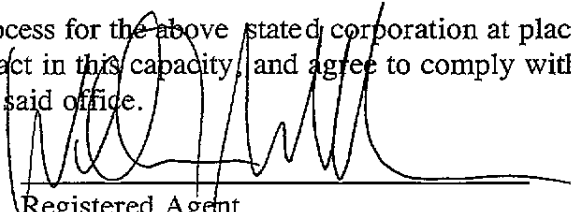
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **PEPPERHEAD PRODUCTS, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Pompano Beach, County of Broward, State of Florida, has named William T. Middleton, located at: 431 S. E Fourth Terrace, Pompano Beach, FL 33060, County of Broward, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at 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.


Registered Agent

FILED
97 NOV -6 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA