

P97000107433

Peter S. Blucher  
2091 NW 105 Avenue  
Coral Springs, FL 33071

Secretary, State of Florida  
Florida Division of Corporations  
Corporate Record Bureau,  
P.O. Box 6327  
Tallahassee, FLA. 23314

600002378606--8  
-12/22/97--01028--005  
\*\*\*122.50 \*\*\*122.50

GENTLEMEN:

I am enclosing ORIGINAL and one  
Copy of ARTICLES OF INCORPORATION for  
SOUTHERN PLEASURE, Inc. together  
with a money order to cover the  
charges listed below.

Filing Fee	35.00
Certified Copy	52.50
Reg. Agent Fee	35.00
	<u>122.50</u>

FILED  
97 DEC 22 AM 11:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please file & return Certified Copy

Thank you

CP  
12-23-97

ARTICLES OF INCORPORATION  
OF  
SOUTHERN PLEASURES, INC.

FILED  
97 DEC 22 AM 11:26  
TALLAHASSEE, FLORIDA

I, the undersigned, in order to form a corporation under and pursuant to the provisions of an act of the Legislature of the State of Florida, do hereby subscribe to these Articles of Incorporation.

1.

The name and address of the corporation is:

SOUTHERN PLEASURES, INC.  
2900 Griffin Road, Suite 4  
Fort Lauderdale, Florida 33312

2.

The duration of the corporation shall be perpetual.

3.

The purpose for which this corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida business Corporation Act.

Prepared by:

PETER S. BLUCHER  
2091 N. W. 101 Terrace  
Coral Springs, FL 33071  
954/456-7989

4.

The aggregate number of shares which the corporation shall have the authority to issue shall be:

(a) 100 shares of common voting stock, at \$ 5.00 par value.

5.

The Registered Agent and his address is as follows:

PETER S. BLUCHER  
2091 N. W. 101<sup>1</sup> Terrace  
Coral Springs, FL 33071

6.

The Board of Directors shall consist of one or more individuals, with the number specified in, or fixed in accordance with its By-Laws. The number of Directors may be increased or decreased , from time to time, by amendment to, or in the manner provided, in the By-Laws.

7.

The names and post office addresses of the original subscribers to these Articles are:

PETER S. BLUCHER  
2091 N. W. 101<sup>1</sup> Terrace  
Coral Springs, FL 33071

7 (a).

The names of the initial officers and directors are:

PETER S. BLUCHER, President/Director

8.

This corporation shall have the initial officers herein listed and may have any other officers so described in its By-Laws, who will be appointed by the existing officers or the Board of Directors.

Each officer has the authority and shall perform the duties set forth in the By-Laws or, to the extent consistent with the By-Laws, the duties prescribed by the Board of Directors or by the direction of any officer authorized by the By-Laws or the Board of Directors to prescribe the duties of the officers.

9.

This Corporation may in its By-Laws confer powers upon its Directors, in addition to any other powers and authorities conferred upon them by Statutes.

10.

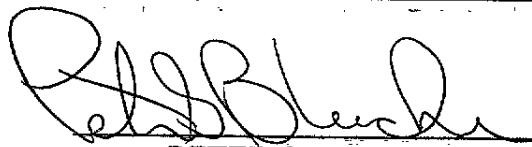
Both Stockholders and Directors of this Corporation shall have the power to hold their meetings, and to have one or more offices, within or without the State of Florida.

11.

These Articles of Incorporation of this Corporation may be amended, changed, altered, or repealed in the manner now or hereafter prescribed by Florida Statutes and

all rights conferred upon the Stockholders herein are granted subject to this reservation.

I, the undersigned being all of the undersigned subscribers to the capital stock, as recited herein, do make, subscribe and acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly, have heretofore set my hand and seal, this 28 day of November, 1997.

 (Seal)  
PETER S. BLUCHER

STATE OF FLORIDA )  
COUNTY OF Broward ) SS:

I HEREBY CERTIFY that on this 7 day of Dec, 1997,  
before me personally appeared PETER S. BLUCHER, to me well known to be the  
subscriber described herein, and who signed the foregoing Certificate of Incorporation  
and who acknowledged before me that he signed, sealed and delivered same for the  
uses and purposes herein expressed.

IN WITNESS WHEREOF, I have hereunto set my official hand and seal at  
Broward County, State of Florida, the day and year first above written.

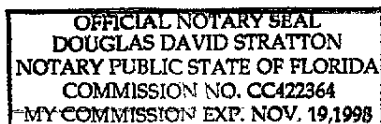
\_\_\_\_ Personally known to me, or

✓ Produced Identification: FLA DL B426-677-45-127-0

  
NOTARY PUBLIC, State of Florida at  
Large

DOUGLAS D STRATTON  
Printed 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.

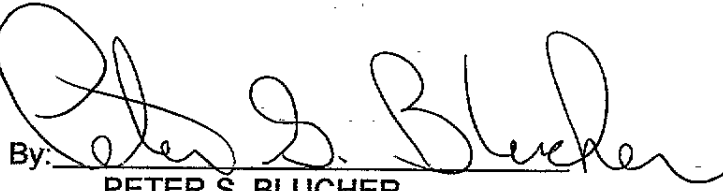
SOUTHERN PLEASURES, INC.

In pursuant of Chapter 607.0501, Florida Statutes, the following is submitted in  
compliance with said Act:

FIRST---That SOUTHERN PLEASURES, INC., desiring to organize under the  
laws of the State of Florida with its principal office, as indicated in the Articles of  
Incorporation at the City of Fort Lauderdale, County of Broward, State of Florida,  
has named PETER S. BLUCHER, located at 2091 N.W. 10~~1~~ Terrace, Coral Springs,  
County of Broward State of Florida, as its agent to accept service of process  
within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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.

By:   
PETER S. BLUCHER  
(Registered Agent)

FILED  
97 DEC 22 AM 11:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA