

P980000212257
Law Offices of David J. Stern, P.A.

David J. Stern
Managing Attorney

Associate Attorneys
Miriam L. Mendieta
Samuel Hy Silverglate
Michelle H. Ross
Dianne S. Tronolone
Theodore Aris Topouzis
Stephen L. Mack
Forrest G. McSurdy
Laura C. Tapia
Ronald G. Rice, Jr.
William J. Gardner
David Bakalar
Patricia Klein
Mahalie A. Gay
Charles D. Nostra
Zoe Krikorian

801 S. University Drive Suite 500
Plantation, FL 33324

Primary Phone (954)233-8000
Auto Attendant (954)233-8400
Primary/Foreclosure Fax (954)233-8333

Internet E-Mail dstern@mindspring.com

FILED

88 FEB 6 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Associate Attorneys
Patrick J. Casey
Donna S. Glick
Neha Baumann
C. Diane Dennis
Fazia S. Corsbie
Donna Evertz
Amy Carrington
Beverly A. McComas
Scott B. Ramo
Maria M. Solomon
Michael S. Elstein
Robert A. Arabian
Doris Bermudez -Goodrich
Steven Weiner
Charles J. Courshon*
*Of Counsel

February 3, 1998

700002423297--0
-02/06/98--01024--004
***122.50 ***122.50

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

Attn: New Filings

Re: Sunset Servers of South Florida, Inc.
Sunset Servers of Central Florida, Inc.

Gentlemen:

With reference to each of the above-captioned entities, I am enclosing the original and a photocopy of Articles of Incorporation for filing.

Please process these filings and return a certified copy of the filed Articles of Incorporation for each entity to the undersigned.

Two (2) separate checks, each in the amount of \$122.50, are also enclosed to cover the costs for same.

Yours very truly,



SAMUEL HY SILVERGLATE

SHS/

P. Hall

FEB - 6 1998

**ARTICLES OF INCORPORATION
OF
SUNSET SERVERS OF SOUTH FLORIDA, INC.**

FILED
98 FEB -6 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be:

SUNSET SERVERS OF SOUTH FLORIDA, INC.

**ARTICLE II
INITIAL PRINCIPAL OFFICE**

The initial principal office and post office address of the Corporation shall be 801 S. University Dr., Suite 500, Plantation, FL 33324. The Board of Directors may, at any time and from time to time, move the principal office of the Corporation to any location within or without the State of Florida.

**ARTICLE III
NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business, permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock, which shall be common stock having One and 00/100 (\$1.00) Dollar par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE V
INITIAL REGISTERED AGENT
AND
INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

DAVID J. STERN
801 S. University Dr.
Suite 500
Plantation, FL 33324

**ARTICLE VI
BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders; however, the Corporation shall have no less than one (1) Director at any time.

**ARTICLE VII
INITIAL DIRECTORS**

The name and post office address of each member of the first Board of Directors is:

DAVID J. STERN
801 S. University Dr.
Suite 500
Plantation, FL 33324

The members of the first Board of Directors shall hold office until the first Annual Meeting of the Stockholders of the Corporation.

**ARTICLE VIII
INCORPORATORS**

The name and post office address of each Incorporator, executing these Articles of Incorporation, is as follows:

DAVID J. STERN
801 S. University Dr.
Suite 500
Plantation, FL 33324

**ARTICLE IX
COMMENCEMENT DATE**

Corporate existence will commence on the date of filing of the Articles of Incorporation with the Secretary of State.

The undersigned Incorporator(s), for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and verifying that the facts herein stated are true.

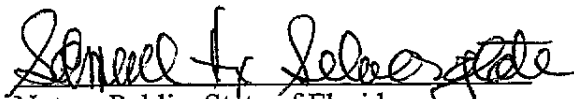


DAVID J. STERN

**STATE OF FLORIDA
COUNTY OF BROWARD**

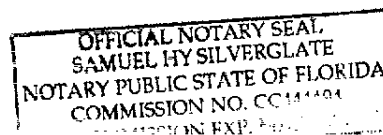
BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DAVID J. STERN, to me known to be the person(s) described as the Incorporator(s) in the foregoing Articles of Incorporation; said person(s) produced the following form(s) of identification: PERSONALLY KNOWN or is/are personally known to me and did take an oath; and said person(s) acknowledged before me that he/she/they executed said Articles of Incorporation.

WITNESS my hand and official seal in the State and County last aforesaid, this 29th day of January, 1998.


Notary Public, State of Florida

Print Name: SAMUEL HY SILVERGLATE

My commission expires:



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

FILED
98 FEB -6 PM 1:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT SUNSET SERVERS OF SOUTH FLORIDA,
INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE
LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT

CITY OF PLANTATION

STATE OF FLORIDA

HAS NAMED DAVID J. STERN

LOCATED AT

801 S. UNIVERSITY DR.
SUITE 500
PLANTATION, FL 33324

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SIGNATURE: _____

TITLE: Incorporator

DATE: January 29, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE: _____

(Registered Agent)

DATE: January 29, 1998