

P98000066204

LAW OFFICE OF
J. D. SKIP BARDFELD, P.A.

TELE: (305) 653-6666
FAX: (305) 654-8435

88 N.E. 168TH STREET
NO. MIAMI BEACH, FL 33162

July 22, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

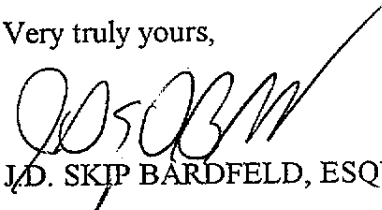
Re: Southeast Too, Inc.

Dear Sir or Madam:

Please find enclosed herewith Articles of Incorporation in connection with the above-referenced corporation, along with this firm's check in the amount of \$70.00. Please file the Articles and return to this office acknowledgment of the filing.

Should you have any questions, please feel free to contact this office for assistance.

Very truly yours,



J.D. SKIP BARDFELD, ESQUIRE

JDB/mvp
Enc.
072298

300002599493--7
-07/27/98-01095-013
*****70.00 *****70.00

FILED
98 JUL 27 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QJN-28-98

ARTICLES OF INCORPORATION
OF
SOUTHEAST TOO, INC.

FILED
98 JUL 27 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is SOUTHEAST TOO, INC..

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of the transaction of any and all lawful business for which corporations may be incorporated, pursuant to Chapter 607, Florida Statutes, known as the Florida General Corporation Act.

ARTICLE IV

The corporation is authorized to issue One Thousand (1000) shares of capital stock at the par value of \$1.00 each.

ARTICLE V

The street address of the initial principal office of the corporation is 3411 N.W. 9th Avenue, Suite 705, Fort Lauderdale, Florida 33309, and the name and address of the initial registered agent of the corporation is J.D. Skip Bardfeld, 88 N.E. 168th Street, North Miami Beach, Florida 33162.

ARTICLE VI

The corporation shall have initially one director. The number of directors may be either increased or decreased from time to time as determined by the By-Laws.

The name and address of the initial director of the corporation is:

ROBIN KERT

3411 N.W. 9th Avenue, Suite 705
Fort Lauderdale, Florida 33309

ARTICLE VII

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

J.D. SKIP BARDFELD
88 N.E. 168th Street
Fort Lauderdale, Florida 33162

ARTICLE VIII

The By-Laws of the corporation may be adopted, altered, amended or repealed by either the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.

ARTICLES IV

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

ARTICLE X

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22 day of July, 1998.



J.D. SKIP BARDFELD
Subscriber and Registered Agent

ARTICLES OF INCORPORATION
RE: SOUTHEAST TOO, INC.

PAGE 3

DESIGNATION OF REGISTERED AGENT

I hereby accept the designation of registered agent for services of process upon
, a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this 22 day of July, 1998.



J.D. SKIP BARDFELD

FILED
98 JUL 27 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA