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STRAUGHN, STRAUGHN & TURNER, P.A.

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JACK STRAUGHN
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September 30, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

700002655067--6
-10/05/98--01031--015
****122.50 ****78.75

RE: S.A.R., INC.
Our File No.: 3730/001

Dear Sir:

Enclosed for filing, please find the Articles of Incorporation, together with the Registered Agent form. Also enclosed, is my firm's check in the amount of \$122.50 to cover the cost of your fee.

Please forward a certified copy to this office.

Thanking you in advance for your assistance in this matter, Should you have any questions, please do not hesitate to contact me.

Sincerely yours,

STRAUGHN, STRAUGHN & TURNER, P.A.

Mark G. Turner

MARK G. TURNER

MGT/djb
enclosure

cc: S.A.R., Inc.

sarinc\letter\fladept.art

FILED
98 OCT 23 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~4498-22886~~
Dmc
10/8/98

(5)



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 8, 1998

MARK G. TURNER, ESQ.
STRAUGHN, STRAUGHN & TURNER, P.A.
P.O. BOX 2295
WINTER HAVEN, FL 33883-2295

SUBJECT: S.A.R., INC.
Ref. Number: W98000022886

We have received your document for S.A.R., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 498A00050045

**ARTICLES OF INCORPORATION
OF
SARANTOPOULOS ASSETS & RESOURCES, INC.**

FILED

98 OCT 23 PM 12:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is SARANTOPOULOS ASSETS & RESOURCES, INC., whose address is: 7240 U.S. 98, North, Lakeland, Florida 33809.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

The total authorized capital stock of this Corporation shall be 7,500 shares of common stock at \$1.00 par value, all of said common stock fully paid and non-assessable.

ARTICLE IV - PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to the Corporation's common stock.

ARTICLE V. - TERM OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI - ADDRESS

The principal office of this Corporation shall be 7240 U.S. 98, North, Lakeland, Florida 33809, but the Corporation shall have the power to establish branch offices and other places of

business at such other place within or without the State of Florida, as may be determined and deemed expedient by the Board of Directors.

ARTICLE VII - DIRECTORS

This Corporation shall have three (3) Directors initially, the number of Directors may be increased or diminished from time to time according to By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII - ORIGINAL DIRECTORS

The names and addresses of the members of the first Board of Directors, are:

JAMES E. SARANTOPOULOS	7240 U.S. 98, North Lakeland, Florida 33809
ATHENA M. SARANTOPOULOS	7240 U.S. 98, North Lakeland, Florida 33809
GEORGE S. SARANTOPOULOS	7240 U.S. 98, North Lakeland, Florida 33809

ARTICLE IX. - SUBSCRIBER

The names and addresses of the Subscriber to the Articles of Incorporation of this Corporation, are:

JAMES E. SARANTOPOULOS	7240 U.S. 98, North Lakeland, Florida 33809
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IN WITNESS WHEREOF, the Subscriber has hereunto set his hand and seal and acknowledged and filed the foregoing Articles of Incorporation in the office of the Secretary of State, this 19th day of October, 1998.


JAMES E. SARANTOPOULOS

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

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

FIRST--- SARANTOPOULOS ASSETS & RESOURCES, 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 **LAKELAND** State of **FLORIDA**, has named, **JAMES E. SARANTOPOULOS**, located 7240 U.S. 98, North, Lakeland, Florida 33809, as its Agent to accept Service of Process within this State.

ACKNOWLEDGEMENT: (Must be signed by Registered Agent).

Having been named to accept service of process for the above state Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


JAMES E. SARANTOPOULOS

98 OCT 23 PM 12:48
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA