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May 28, 1999

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-06/01/99--01123--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Department of State  
Division of Corporations  
Old Jail  
409 E. Gaines St.  
Tallahassee, FL 32301

FEDERAL EXPRESS  
AIRBILL NO.: 808272990343

Re: Incorporation of Som's Corp.

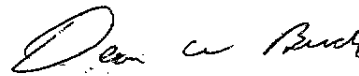
Dear Sir or Madam:

Enclosed are the Articles of Incorporation of Som's Corp. along with a check in the amount of \$78.75. The check is to cover the filing fee and a certified copy of the Articles of Incorporation.

If you have any questions, please feel free to contact our office.

Sincerely yours,

GATLIN & BIRCH, P.A.



DEAN W. BIRCH, ESQUIRE

DWB/cdh

Enclosures: Check #1506  
Articles of Incorporation

cc: Somchintana Hart

art-sta.ltr (10/14/96)

**ARTICLES OF INCORPORATION**

**OF**

**SOM'S CORP.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE 1 - NAME**

The name of the corporation is SOM'S CORP.

**ARTICLE 2 - CORPORATE COMMENCEMENT AND DURATION**

The corporation shall have perpetual existence commencing on the date of execution of these Articles of Incorporation.

**ARTICLE 3 - PURPOSE**

This corporation is organized to transact any and all lawful business for which corporations may be incorporated.

**ARTICLE 4 - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

**ARTICLE 5 - REGISTERED OFFICE AND AGENT**

The name of the corporation's initial registered agent is SOMCHINTANA HART, and the initial street address of the corporation's registered agent is 18620 Wayne Rd., Odessa, Fl 33556.

**ARTICLE 6 - DIRECTORS**

The number of directors constituting the initial Board of Directors of the corporation is one (1). The number of directors shall be fixed by the Bylaws of this corporation and may be changed from time to time, but shall never be less than one (1). The name and address of each person who is to serve as a member of the initial Board of Directors is:

**NAME:**

**ADDRESS:**

SOMCHINTANA HART

18620 WAYNE RD.  
ODESSA, FL 33556

The directors shall be elected by a vote of the shareholders using the same shareholder quorum and voting as is provided for regular actions of the shareholders, and not by a plurality of the votes cast by the shareholders.

**ARTICLE 7 - PRINCIPAL OFFICE**

The principal office of the corporation, for the time being and until changed, is 18620 WAYNE RD., ODESSA, FL 33556.

**ARTICLE 8 - INCORPORATORS**

The name and address of each incorporator is:

NAME:

ADDRESS:

SOMCHINTANA HART

18620 WAYNE RD.  
ODESSA, FL 33556

**ARTICLE 9 - SHAREHOLDER QUORUM AND VOTING**

The presence, at any shareholders meeting, in person or by proxy, of persons entitled to vote a majority of the shares of the corporation then issued and outstanding shall constitute a quorum for the transaction of business. If a quorum is present at a meeting of the shareholders, the affirmative vote of a majority of the issued and outstanding shares of the corporation represented at that meeting is required to constitute any act or decision of the shareholders. In the event any person who is entitled to vote at a meeting of the shareholders abstains from voting, the shares which that person is entitled to vote shall not be considered in determining whether or not sufficient votes have been cast in favor of any matter or motion presented to the shareholders. Except as may be otherwise provided in these Articles of Incorporation or by F.S. §607.0721, each outstanding share of stock is entitled to one (1) vote on each matter submitted to the shareholders for a vote.

**ARTICLE 10 - BOARD OF DIRECTORS QUORUM AND VOTING**

A majority of the authorized number of directors shall constitute a quorum of the Board of Directors for the transaction of business. The affirmative vote of a majority of the directors present at a meeting at which a quorum is present is required to constitute any act or decision of the Board of Directors.

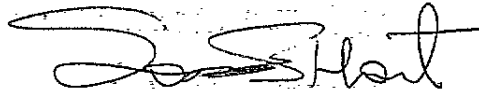
**ARTICLE 11 - RIGHT TO REDEEM**

The corporation has the right to redeem its shares at the price, and subject to the terms and conditions, contained in any stock purchase agreement entered into by the corporation.

**ARTICLE 12 - COMPENSATION OF OFFICERS**

The Board of Directors shall have the authority to determine and set the compensation of all of the officers of the corporation, including the salaries of those officers who are also members of the Board of Directors, and no director shall be disqualified from voting on such compensation by virtue of also being an officer of the corporation.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this corporation, have executed these Articles of Incorporation on this 27<sup>th</sup> day of MAY, 1999.



**SOMCHINTANA HART - INCORPORATOR**

**STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH**

BEFORE ME, the undersigned authority, personally appeared SOMCHINTANA HART, who is personally known to me or who produced \_\_\_\_\_ as identification and who is known to me to be the person who signed the foregoing Articles the Incorporation and who acknowledged for me that she executed the foregoing for the uses and purposes therein expressed.

WITNESS my hand and seal at the State and County aforesaid this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

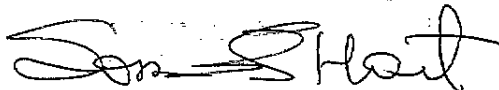
My commission expires:

\_\_\_\_\_  
NOTARY PUBLIC - STATE OF FLORIDA

\_\_\_\_\_  
Printed Name

**REGISTERED AGENT ACCEPTANCE**

I, the undersigned, hereby acknowledge that I am familiar with and accept the duties and responsibilities as registered agent for this corporation.



**REGISTERED AGENT**