



THE UNITED STATES
CORPORATION
COMPANY

P99000051712

FILED

99 JUN -8 PM 3:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 266440 4303929

AUTHORIZATION :

Patricia Piggott

COST LIMIT : \$ 78.75

ORDER DATE : June 8, 1999

ORDER TIME : 10:01 AM

ORDER NO. : 266440-005

CUSTOMER NO: 4303929

300002898403--4

CUSTOMER: Ms. Stephanie C. Johnson
GREENBERG TRAUIG
GREENBERG TRAUIG
1221 Brickell Avenue
20th Floor
Miami, FL 33131

DOMESTIC FILING

NAME: SA ACQUISITION SUB, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

PH 6/8/99
(3)

RECEIVED
99 JUN -8 PM 1:45
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

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ARTICLE I

The name of the corporation is SA ACQUISITION SUB, INC. (the "Corporation").

ARTICLE II

The address of the initial principal office and the mailing address of the Corporation is 1901 Tigertail Boulevard, Dania, Florida 33004.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301 and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VII

The name of the Incorporator is Fern S. Watts and the address of the Incorporator is 1901 Tigertail Blvd, Dania, Florida 33004.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 14 day of June, 1999.

Fern S. Watts
Fern S. Watts, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of SA ACQUISITION SUB, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CORPORATION SERVICE COMPANY

Laura R. Duff
Agent for the Registered Agent

Dated: June 8, 1999

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