



THE UNITED STATES
CORPORATION
COMPANY

P 99000062287

ACCOUNT NO. : 072100000032

REFERENCE : 304883 12041A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 78.75

99 JUL 13 PM 4:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

7-12-99

ORDER DATE : July 13, 1999

ORDER TIME : 1:05 PM

500002930315--8

ORDER NO. : 304883-005

CUSTOMER NO: 12041A

CUSTOMER: Reid Moore, Jr., Esq
LAW OFFICES OF REID MOORE, JR.
LAW OFFICES OF REID MOORE, JR.

50 Coconut Row
Palm Beach, FL 33480

DOMESTIC FILING

NAME: S & M OF SOUTH FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

PH 7/13/99 ✓

TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
SECRETARY OF STATE

99 JUL 13 PM 1:37

RECEIVED

ARTICLES OF INCORPORATION FILED

OF
S & M OF SOUTH FLORIDA, INC. 99 JUL 13 PM 4: 03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of the corporation is S & M of South Florida, Inc.

Article II - Duration

EFFECTIVE DATE

7-12-99

This corporation shall begin its existence on July 12, 1999, and shall have perpetual existence.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorize to issue One Hundred Thousand (100,000) shares of Ten Cents (\$0.10) par value common stock.

Article V - Initial Principal Office

The street address of the initial Principal Office of this corporation is 13840 Temple Blvd., West Palm Beach, Florida 33412, and the mailing address of this corporation is 13840 Temple Blvd., West Palm Beach, Florida 33412.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 13480 Temple Blvd., West Palm Beach, Florida 33412, and the name of the initial Registered Agent of this corporation at such address is Scott P.Harmon.

Article VII - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time by the by-laws, but shall never be less than two (2).

The names and addresses of the initial directors of this corporation are Scott P. Harmon of 13840 Temple Blvd., West Palm Beach, Florida 33412 and Michael Marcellino of 12174 85th Road N., West Palm Beach, Florida 33412.

Article VIII - Incorporators

The names and addresses of the persons signing these articles are Scott P. Harmon of 13840 Temple Blvd., West Palm Beach, Florida 33412 and Michael Marcellino of 12174 85th Road N., West Palm Beach, Florida 33412.

Article IX - By - Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the stockholders of the corporation.

Article X - Personal Liability

No personal liability shall be imposed on the stockholders of the corporation for the debts of the corporation.

Article XI - Indemnification


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

Article XII - Amendments

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments hereto, and any right conferred upon the

stockholders is subject to this reservation.

In WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 12 day of July, 1999.



Scott P. Harmon


Michael Marcellino

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

BEFORE ME, an authority authorized to take oaths and acknowledgments in the state and county aforesaid, personally appeared Scott P. Harmon and Michael Marcellino, to me well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed said articles for the purposes therein expressed.

WITNESS my hand and official seal this 12 day of July, 1999.


Notary Public



Reid Moore, Jr
MY COMMISSION # CC553233 EXPIRES
May 7, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED OFFICE AND REGISTERED AGENT

FILED

99 JUL 13 PM 4: 03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

UPON WHOM PROCESS MAY BE SERVED


In compliance with Chapter 607.0501, Florida Statutes, the following is submitted pursuant to said Act:

That S & M of South Florida, Inc., desiring to organize under the Laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, in Palm Beach County, State of Florida, at 13840 Temple Blvd. West Palm Beach, Florida 33412, has named Scott P. Harmon at that address as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above said corporation, at the registered office designated in this Certificate, I hereby accept the appointment as registered agent and state that I am familiar with, and accept, the obligations of that position.

Dated this 12 day of July, 1999



Scott P. Harmon
Registered Agent