

P97000027121

Armand L. Shapiro
6191 Timberlake Dr. A-1
Sarasota, FL 34243

March 19, 1997

1000002120471-3
-03/21/97-01059-002
*****70.00 *****70.00

BUREAU OF CORPORATION RECORDS
CHARTER SECTION
DIVISION OF CORPORATION
P.O. BOX 6327
TALLAHASSEE, FL 32314

EFFECTIVE DATE
4-1-97

THE ENCLOSED CHECK IS FOR

FILING FEE	\$20.00
REGISTERED AGENT	\$20.00
CHARTER DOCUMENT	\$30.00

TOTAL	\$70.00
-------	---------

CHECK # 304

PLEASE RETURN ALL DOCUMENTS TO THIS OFFICE.

THANK YOU.

Armand L. Shapiro

Armand L. Shapiro

FILED
97 MAR 21 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
4-1-99

ARTICLES OF INCORPORATION
OF
SHAPIRO OF SARASOTA, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is SHAPIRO OF SARASOTA, INC.

ARTICLE TWO
DURATION

This corporation shall commence existence as of APRIL 1, 1997.

ARTICLE THREE
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares of capital stock the corporation has authority to issue is 1,000 shares, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of the corporation shall be entitled to full preemptive rights to purchase his pro rata share of any unissued or treasury shares of the corporation of the same kind, class or series as that which he already holds, and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares at the price at which it is offered to others (without the issuance of fractional shares).

ARTICLE SIX
REGISTERED OFFICE

The address of the initial registered office of the corporation is 6191 TIMBERLAKE DR., A-1 SARASOTA, FL, 34243, and the initial registered agent at such address is ARMAND L. SHAPIRO.

FILED
97 MAR 21 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE EIGHT
INITIAL STOCK SUBSCRIPTIONS

The initial subscribers to the shares of stock of this corporation and the number of shares to which they have subscribed are:

ARMAND L. SHAPIRO
6191 TIMBERLAKE DR., A-1, SARASOTA, FL 34243

500 SHARES

ARTICLE NINE
MANAGEMENT

The business of the corporation shall be managed by the President appointed by the stockholder of the corporation.

ARTICLE TEN
INCORPORATION

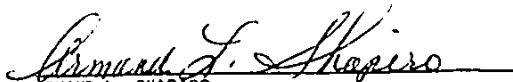
The name and address of the incorporator is: ARMAND L. SHAPIRO, 6191 TIMBERLAKE DR., A-1, SARASOTA, FL 34243.

ARTICLE ELEVEN
AMENDMENTS

The corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment hereto but only by majority vote of the shareholders.

ARTICLE TWELVE
PRINCIPAL OFFICE ADDRESS

The mailing address of the principal office is: 6191 TIMBERLAKE DR. A-1, SARASOTA, FL 34243.


ARMAND L. SHAPIRO

FILED
97 MAR 21 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE

I agree as Registered Agent to accept service of process: to keep an office open during proscribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.


ARMAND L. SHAPIRO

Registered Agent