

P05000009416

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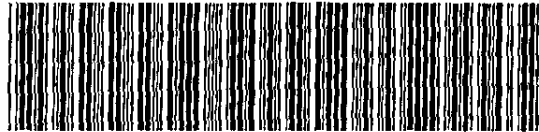
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05 JAN 14 PM 4:33
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LAW OFFICES
FRESHMAN FRESHMAN & TRAITZ
PROFESSIONAL ASSOCIATION

JERALD A. FRESHMAN
LAWRENCE N. FRESHMAN
JAMES J. TRAITZ
NICOLE L. GILMORE
JEANNE K. SPITAL

9155 SOUTH DADELAND BOULEVARD
SUITE 1014
MIAMI, FLORIDA 33156
TELEPHONE (305) 670-1400
TOLL FREE (800) 317-8828
FAX (305) 670-1410

January 19, 2005

Via Fax 850-245-6804

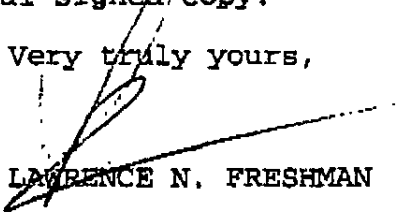
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314
Attention: Valerie

Re: SLMS & Company, Inc.
Re: W05000000700

Dear Valerie:

As we discussed, we have changed the name to SLMS & Company, Inc. and I am enclosing the revised Articles of Incorporation. You may have to white out the name on the Acceptance of Registered Agent since you have the original signed copy.

Very truly yours,



LAWRENCE N. FRESHMAN

LNF:lrg

Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 5, 2005

LAWRENCE N. FRESHMAN, ESQ.

SUBJECT: SLMS CORP.
Ref. Number: W05000000700

We have received your document for SLMS CORP. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6962.

Valerie Ingram
Document Specialist
New Filings Section

Letter Number: 305A00000770

ARTICLES OF INCORPORATION

OF

SLMS & COMPANY, INC.

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**CLERK OF THE CIRCUIT COURT
JANUARY 14, 1964
TALLAHASSEE, FLORIDA**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

SLMS & COMPANY, INC.

The address of the principal office of this corporation shall be 9155 South Dadeland Boulevard, Suite 1014, Miami, Florida 33156 and the mailing address shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock having no par value per share.

ARTICLE IV - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

SANDRA BAUMRIND
% Freshman Freshman & Traitz, P.A.
9155 South Dadeland Boulevard
Suite 1014 Dadeland Centre
Miami, Florida 33156

ARTICLE V - REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is:

LAWRENCE N. FRESHMAN
9155 South Dadeland Boulevard
Suite 1014 Dadeland Centre
Miami, Florida 33156

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the bylaws. The names and addresses of the initial director of this corporation are:

SANDRA BAUMRIND
182 AMITY STREET
BROOKLYN, NEW YORK 11201

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of this corporation are:

| <u>Officers</u> | <u>Name</u> | <u>Address</u> |
|---------------------|-----------------|--------------------|
| President | Sandra Baumrind | 182 Amity Street |
| Treasurer/Secretary | | Brooklyn, NY 11201 |

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24 day of December, 2004.


SANDRA BAUMRIND

STATE OF NEW YORK)
 ss:
COUNTY OF Kings)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State of New York, County of Kings to take acknowledgments, personally appeared SANDRA BAUMRIND to me known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal in the County and State above named this 24 day of December, 2004.



NOTARY PUBLIC

MARY ANN BAUMRIND
Notary Public, State of New York
No. 24-4722701
Commissioned in Kings County
Expires May 31 2006

(print, type or stamp Commissioned
Name of Notary Public)

Personally known ✓ or Produced Identification _____
Type of Identification Produced _____

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ACCEPTANCE OF REGISTERED AGENT

STATE OF FLORIDA
DEPARTMENT OF REVENUE

The undersigned, having been named to accept service of process for **SLMS & COMPANY., INC.** at the place designated in Article V hereof, hereby accepts such agency and agrees to comply with the provisions of the Florida Statutes relative to keeping open said office.


LAWRENCE N. FRESHMAN