



PO2000087532

ACCOUNT NO. : 072100000032

REFERENCE : 700907 162199A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 12, 2002

ORDER TIME : 10:54 AM

ORDER NO. : 700907-005

CUSTOMER NO: 162199A

400007053314--2

-08/12/02--01048--006

*****78.75 *****78.75

CUSTOMER: Rick M. Morse, Cpa
Rick M. Morse, Cpa, P.a.

Suite 300
1700 University Drive
Coral Springs, FL 33071

DOMESTIC FILING

NAME: LERNER ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 AUG 12 PM 4:01

RECEIVED
DIVISION OF CORPORATIONS
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 AUG 12 AM 11:40

RECEIVED

8-13-02
cc

**ARTICLES OF INCORPORATION OF
LERNER ENTERPRISES, INC.**

ARTICLE I

NAME

The name of this Corporation shall be:

LERNER ENTERPRISES, INC.

ARTICLE II

PURPOSE

This Corporation is organized for the purpose of **EXECUTIVE RECRUITER**
and transacting any and all lawful business.

ARTICLE III

CAPITAL STOCK

Corporation is authorized to issue **2000** shares of \$ **1** par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this Corporation is:

**11780 BAYOU LANE
BOCA RATON, FL 33498**

and the name of the initial registered agent of this Corporation
at the above address is:

DR. JEFFREY LERNER

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
02 AUG 12 PM 4:01

ARTICLE V

DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this Corporation is:

JEFFREY LERNER

11780 BAYOU LANE

BOCA RATON, FL 33498

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

JEFFREY LERNER

11780 BAYOU LANE

BOCA RATON, FL 33498

ARTICLE VII

INDEMNIFICATION

The Corporation shall indemnify any office or director or former director to the full extent permitted by law.

ARTICLE IX

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned subscriber has executed these Articles of Incorporation on this 26th day of July, 2002.

[Signature]

State of Florida
County of Broward

I hereby certify that on this 26th day of July, 2002, **JEFFREY LERNER** appeared before me, the undersigned authority, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same, freely and voluntarily for the purpose therein expressed.

[Signature]
Notary Public

Seal:



Rick M. Morse
Commission # **CC97133**
Expires **Nov. 8, 2004**
Bonded **Thru**
Atlantic Bonding Co., Inc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 AUG 12 PM 4:01

CERTIFICATE DESIGNATION
PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA.
NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted;

LERNER ENTERPRISES, INC.

desiring to organize or qualify under the laws of the State of Florida,
with its principal place of business in the city of **BOCA RATON**
has named **JEFFREY LERNER**
located at **11780 BAYOU LANE, BOCA RATON, FL 33498**
as its agent to accept service of process within Florida.

Corporate officer _____
Title President
Date 7/16/02

Having been named to accept service of process for the above stated
Corporation, at the place designated in this certificate, I hereby agree to act in
this capacity, and I further agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties.

Corporate officer _____
Date 7/16/02