

**Electronic Articles of Incorporation
For**

P04000071993
FILED
May 03, 2004
Sec. Of State
vingram

SHERMAN WOOD RANCHES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SHERMAN WOOD RANCHES, INC.

Article II

The principal place of business address:

ONE NORTH CLEMATIS STREET
SUITE 500
WEST PALM BEACH, FL. US 33401

The mailing address of the corporation is:

C/O WILLIAM D. LIPKIND, ESQ.
80 MAIN STREET
WEST ORANGE, NJ. US 07052

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1,000 @ \$.001

Article V

The name and Florida street address of the registered agent is:

CLIFFORD I. HERTZ, P.A.
ONE NORTH CLEMATIS STREET
SUITE 500
WEST PALM BEACH, FL. 33401

I certify that I am familiar with and accept the responsibilities of registered agent.

P04000071993
FILED
May 03, 2004
Sec. Of State
vingram

Registered Agent Signature: CLIFFORD I. HERTZ, PRES.

Article VI

The name and address of the incorporator is:

WILLIAM D. LIPKIND, ESQ.
LAMPF, LIPKIND, PRUPIS & PETIGROW
80 MAIN STREET
WEST ORANGE, NJ 07052

Incorporator Signature: WILLIAM D. LIPKIND

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: DPST
WILLIAM D LIPKIND ESQ.
80 MAIN STREET
WEST ORANGE, NJ. 07052 US