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Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**SCHECTER MANAGEMENT CO.**

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**ARTICLES OF INCORPORATION**  
**of**  
**SCHECTER MANAGEMENT CO.**

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CLERK OF DISTRICT COURT  
JULIA H. SCOTT, FLORES

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I**

**NAME:** The name of this corporation shall be **SCHECTER MANAGEMENT CO.**

**ARTICLE II**

**ADDRESS:** The mailing address and street address of the initial principal office of the corporation shall be 4500 North Surf Road, Hollywood, Florida 33019.

**ARTICLE III**

**NATURE OF BUSINESS:** The corporation is organized for the purpose of transacting any and all business for which corporations may be formed under Chapter 607 of the Florida Statutes, as amended from time to time.

**ARTICLE IV**

**CAPITAL STOCK:** This corporation shall be authorized to issue 1,000 shares of \$1.00 par value common stock.

**ARTICLE V**

**TERM OF EXISTENCE:** This corporation shall have perpetual existence.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND AGENT:** The name and street address of the initial registered agent of this corporation shall be: Laurie Schecter, 4500 North Surf Road, Hollywood, Florida 33019.

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**ARTICLE VII**

**DIRECTORS:** The corporation shall have four (4) directors initially and the number of directors may be increased or decreased from time to time as provided by the By-Laws but shall never be less than one (1).

**ARTICLE VIII**

**INITIAL DIRECTORS:** The names and addresses of the initial directors who shall hold office for the first year of existence of the corporation or until their successors have been elected and qualified are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Julie Schecter	72 West Berlin Road Bolton, Massachusetts 01740
Laurie Schecter	4500 North Surf Road Hollywood, FL 33019
Will Hapgood	72 West Berlin Road Bolton, Massachusetts 01740
Gary Isaacson	4500 North Surf Road Hollywood, FL 33019

**ARTICLE IX**

**OFFICERS:** The names and titles of the Officers to these Articles of Incorporation are as follows:

<b><u>NAME</u></b>	<b><u>TITLE</u></b>
Julie Schecter	President
Laurie Schecter	Vice President
Will Hapgood	Treasurer
Gary Isaacson	Secretary

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**ARTICLE X**

**INCORPORATOR:** The name and address of the incorporator to these Articles of Incorporation is as follows:

**NAME**  
Laurie Schecter

**ADDRESS**  
4500 North Surf Road  
Hollywood, FL 33019

**ARTICLE XI**

**EFFECTIVE DATE:** These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

**ARTICLE XII**

**AMENDMENT:** These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

**ARTICLE XII**

15<sup>th</sup> The undersigned incorporator has executed these Articles of Incorporation this day of September, 2005.

  
Laurie Schecter

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**ACCEPTANCE OF REGISTERED AGENT**

Having been named as the Registered Agent to accept service of process for **SCHECTER MANAGEMENT CO.** at the place designated in the Articles of Incorporation, I agree to act in this capacity, I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of the Registered Agent.

Dated: September 15, 2005

  
Laurie Schecter

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