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SIR

S E R V I C E S

2030 Tyler St. • Hollywood, FL 33020 • (305) 922-1903 • FAX 926-6770

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95 JUN -3 PM 3:42
ALL FLORIDA

25 December 1994

EFFECTIVE
1-1-95

Department of State
Division of Corporations
Attn: New Filings Section
P.O. Box 6327
Tallahassee, Florida 32314

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Ref: Merche, Inc.

Dear Sirs:

Please incorporate the enclosed company effective January 1, 1995, and forward the certification as soon as possible.

895A - 269

Sincerely,


R. Kevin Cross, E.A.

1-1-95


RKC/mi.

ARTICLES OF INCORPORATION
OF
MERCHE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: MERCHE, Inc.

The principal place of business of this corporation shall be: 3417 North Longfellow Circle, Hollywood, Florida 33021

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all 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

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: One hundred shares common stock at no par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually. Effective 1-1-95

ARTICLE V - OFFICERS & DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Mr. Paul L. Murphy
3417 North Longfellow Circle
Hollywood, Florida 33021

Ms. Mercedes Murphy
3417 North Longfellow Circle
Hollywood, Florida 33021

ARTICLE VI - INCORPORATOR(S)

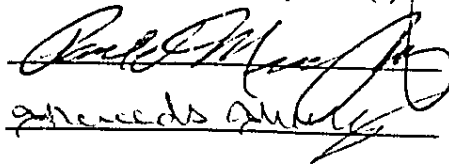
The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Mr. Paul L. Murphy
3417 North Longfellow Circle
Hollywood, Florida 33021

Ms. Mercedes Murphy
3417 North Longfellow Circle
Hollywood, Florida 33021

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this First day of January, 1995.

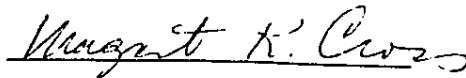
Signature(s) of Incorporator(s)



STATE OF FLORIDA.
COUNTY OF BROWARD.

THE FOREGOING instrument was acknowledged and sworn to before me this First day of January, 1995, by Mr. Paul L. Murphy of MERCHE, Inc.

(Notary Public)



My Commission Expires: 4/21/98

(SEAL)

MARGARET K. CROSS
Notary Public, State of Florida
My Comm. Expires Apr. 21, 1998
No. CC 366803
Bonded Thru Office: Notary Service

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is:

MERCHE, INC.

The name and address of the registered agent and office is:

PAUL L. MURPHY
3417 North Longfellow Circle
Hollywood, Florida 33021

SIGNATURE



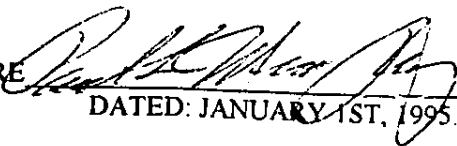
(Corporate Officer)

TITLE: PRESIDENT & CEO

DATED: JANUARY 1ST, 1995.

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE



(Registered Agent)

DATED: JANUARY 1ST, 1995.

95 JAN -3 21 3:42
TALLahassee, Florida