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Date

5/15/95

95 MAY 17 AM 7:26
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re:

CHERRY SYSTEMS, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Michael Asher

(individual's name)

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****367.50 ****122.50

5/18/95

AS

CHERRY SYSTEMS, INC

(name of corporation)

MAILING ADDRESS OF CORPORATION

Michael Asher

165 LAWN LANE

Upper Brookville NY 11771

PHONE

(516)

922-1928

Area Code

Number

Ext.

ARTICLES OF INCORPORATION

of

CHERRY SYSTEMS, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

CHERRY SYSTEMS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Two Hundred shares (200) of Stock
Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Michael Asher</u>		
ADDRESS	<u>12773 W. Forest Hills Blvd</u>		
CITY	<u>Wellington, WPA</u>	FLORIDA	ZIP <u>33414</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Michael Asher / Cherry Systems, Inc.</u>		
ADDRESS	<u>12773 W. Forest Hills Blvd</u>		
CITY	<u>Wellington, WPA</u>	FLORIDA	ZIP <u>33414</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Michael Asher</u>		
ADDRESS	<u>165 Lawn Lane</u>		
CITY	<u>Upper Brookville</u>	STATE <u>NY</u>	ZIP <u>10771</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Michael Asher		
ADDRESS	165 Lawn Lane		
CITY	Upper Brookville	STATE	NY ZIP 11771
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 15 day of MAY, 1995.

(Seal)

(Seal)

(Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

CHERRY SYSTEMS, INC
(name of corporation)

FILED
95 MAY 17 AM 7:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation


at 12773 W. FOREST HILLS BLVD
WELLINGTON, WPA. FL 33414

has named Michael Asher

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(registered agent)