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CSC

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PROFESSIONAL
FINANCIAL SERVICES

76000013175

ACCOUNT NO. : 072100000032

REFERENCE : 842996 4351925

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 12, 1996

ORDER TIME : 9:34 AM

ORDER NO. : 842996

CUSTOMER NO: 4351925

CUSTOMER: Frank J. Yong, Esq
CONE PURCELL & FLANAGAN, P.A.

1 Enterprise Center
225 Water Street, Suite 1235
Jacksonville, FL 32202

EFFECTIVE DATE
FEB - 9 1996

600001712196
-02/12/96--01035--001
*****122.50 *****122.50

DOMESTIC FILING

NAME: SHARLEIGH, INC.

EFFECTIVE DATE: ____

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS:

RECEIVED
96 FEB 12 AM 11:10
DIVISION OF CORPORATION
TALLAHASSEE, FL 32301
FILED
96 FEB 12 PM 2:56
SECRETARY OF STATE

T. BROWN FEB 12 1996

EFFECTIVE DATE
FEB - 9 1996

ARTICLES OF INCORPORATION
OF

SHARLEIGH, INC.

FILED
96 FEB 12 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is **SHARLEIGH, INC.**

ARTICLE II

Principal Office

The principal office and mailing address of the corporation shall be 1697 N. Hiatus Road, Pembroke Pines, Florida 33026.

ARTICLE III

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

Capital stock

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

(b) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 225 Water Street Suite 1235, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is Frank J. Yong.

ARTICLE VII

Directors

(a) Number. This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII

Incorporator

The name and street address of the incorporator of this corporation is:

Frank J. Yong, Esquire
Cone, Purcell & Flanagan, P.A.
225 Water Street Suite 1235
Jacksonville, Florida 32202

ARTICLE IX

Amendment

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

IN WITNESS WHEREOF, the Incorporator has executed these Articles the 9th
day of February, 1996.

Frank J. Yong
FRANK J. YONG

STATE OF FLORIDA
COUNTY OF Duval

The foregoing instrument was acknowledged before me this 9th day of February, 1996,
by **FRANK J. YONG**, (✓) who is personally known to me or () who produced _____
as identification and who did take an oath.

NOTARY PUBLIC:

Kellie A. Perkins
Name Printed: Kellie A. Perkins
State of Florida At Large (Seal)
My commission expires:



KELLIE A. PERKINS
MY COMMISSION # CC390816 EXPIRES
October 30, 1998
ARMED WITH TRUTH FROM INDEPENDENCE, MO.

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

SHARLEIGH, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates **FRANK J. YONG** as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be **225 Water Street Suite 1235, Jacksonville, Florida 32202**.

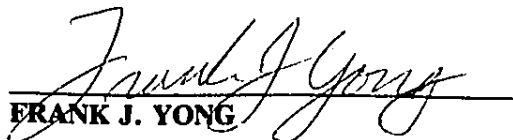
DATED this 9th day of February, 1996.


FRANK J. YONG, Registered Agent

FILED
FEB 12 PM 2:55
TALLAHASSEE
SECRETARY OF STATE

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 9th day of February, 1996.


FRANK J. YONG