

(SAMPLE LETTER OF TRANSMITTAL)  
P9600003/489

Date

SECRET  
0047092/35-01041-014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

Re: SHERLIN ENTERPRISES, 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 Fees for Registered Agent Designation for the above named corporation.

Very truly yours,

MARNY NEDLIN  
(individual's name)

SHERLIN ENTERPRISES, INC.  
(name of corporation)

MAILING ADDRESS OF CORPORATION		
Suite 221 3556 N Ocean DR.		
FT LAUDERDALE, FLA 33308		
PHONE		
(954)	566-8928	
Area Code	Number	Ext.

4-11-96  
JD

## ARTICLES OF INCORPORATION

SHERLIN ENTERPRISES, 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:

SHERLIN ENTERPRISES, 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 FIVE HUNDRED shares ( 500 ) of ONE  
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>MARNY NEDLIN</u>		
ADDRESS	<u>3430 GALT OCEAN DRIVE</u>		
CITY	<u>FT. LAUDERDALE</u>	FLORIDA	<u>FLA.</u> ZIP <u>33308</u>

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

NAME			
ADDRESS			
CITY		FLORIDA	ZIP

### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) 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>IRVING SHERWIN</u>		
ADDRESS	<u>4280 GALT OCEAN DR.</u>		
CITY	<u>FT. LAUDERDALE</u>	STATE	<u>FLA.</u> ZIP <u>33308</u>
NAME	<u>MARNY NEDLIN</u>		
ADDRESS	<u>3430 GALT OCEAN DR.</u>		
CITY	<u>FT. LAUDERDALE</u>	STATE	<u>FLA.</u> ZIP <u>33308</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

# ARTICLE VII - INCORPORATORS

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

NAME IRVING SHERWIN		
ADDRESS 4280 GOLF OCEAN DRIVE		
CITY FT. LAUDERDALE	STATE FLA.	ZIP 33308
NAME MARLY NEDLIN		
ADDRESS 3430 GOLF OCEAN DR.		
CITY FT. LAUDERDALE	STATE FLA	ZIP 33308
NAME		
ADDRESS		
CITY	STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 3rd day of April, 1996.

Marly Nedlin (Seal)  
Irving Sherwin (Seal)  
 \_\_\_\_\_ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

SHERLIN ENTERPRISES, INC.  
(name of corporation)

FILED  
95 APR -8 AM 7:40  
STATE  
SECRETARY OF FLORIDA  
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 3430 GALT OCEAN DR.

FT LAUDERDALE, FLA. 33308

has named MARNY NEDLIN

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.

Marny Nedlin  
(registered agent)