

196000039125  
ANDREW M. CHANSEN

ATTORNEY AT LAW

125 Crawford Boulevard  
Doña Melon, Florida 33432

Telephone: (407) 360-0800  
Droward: (305) 420-0440

Facsimile: (407) 360-5840

May 2, 1996

5/2/96  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

700001809127  
-05/06/96--01055--004  
\*\*\*\*122.50 \*\*\*\*122.50

RE: SHERRIE LYNN, INC.

Dear Sir:

Enclosed is the original and one (1) copy of the Articles of Incorporation and Designation of Registered Agent concerning the above referenced matter.

Also enclosed is a check in the amount of \$122.50 to cover your filing fee.

Please return a certified copy of the Articles of Incorporation and Designation of Registered Agent to this office at your earliest convenience.

Thank you for your courtesies in this matter.

Cordially,

  
ANDREW M. CHANSEN

AMC:lab  
Enclosures

FILED  
96 MAY -3 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
5/7/96  
10

ARTICLES OF INCORPORATION

FOR

SHERRIE LYNN, INC.

---

ARTICLE I - NAME

The name of the corporation is:

SHERRIE LYNN, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is: c/o Richard Belits, 802 Lake Shore Drive, Delray Beach, Florida 33444, and the name of the initial Registered Agent of this corporation is: Richard Belits, 802 Lake Shore Drive, Delray Beach, Florida 33444.

FILED  
95 MAR -3 PM 12:35  
TALLAHASSEE, FLORIDA

3/2/95

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The name and address of the Initial Board of Directors of this corporation is:

Richard Belits                      802 Lake Shore Drive  
Delray Beach, FL 33444

ARTICLE VIII - INCORPORATION

The name and address of the person signing these Articles is:

Richard Belits                      802 Lake Shore Drive  
Delray Beach, FL 33444

ARTICLE IX - COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall commence on the date of Subscription and Acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2nd day of May, 1996.

Richard Belits  
RICHARD BELITS

STATE OF FLORIDA

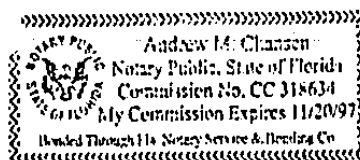
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 2nd day of May, 1996, by RICHARD BELITS, who is personally known to me ~~or who produced~~ \_\_\_\_\_ as identification and who ~~did~~ did not take an oath.

Andrew M. Clansen  
NOTARY PUBLIC

Notary's Printed Name  
Serial # \_\_\_\_\_

My Commission Expires:



INDICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHO PROCESS MAY BE  
SERVED.

FILED  
95 MAY -3 PM 12:35  
CLERK OF COURT  
PALM BEACH COUNTY

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in  
compliance with said Act:

First -- That SHERRIE LYNN, INC. desiring to organize under the laws of the State  
of Florida with its principal office, as indicated in the Articles of Incorporation at City of Delray  
Beach, County of Palm Beach, State of Florida, has named Richard Belits, 802 Lake Shore Drive,  
Delray Beach, Florida 33444, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATING AGENT)**

Having been named to accept service of process for the above stated corporation, at  
place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with  
the provision of said Act relative to keeping open said office.

By: Richard Belits  
RICHARD BELITS