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FILED
96 JUN 12 11:53
TALLAHASSEE, FLORIDA

Steven M. Silverman
President
Silver Palms, Inc.
562014 Arbor Club Way
Boca Raton, FL 33433

May 24, 1996

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05/30/96---01002---020
***122.50 ***122.50

Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 32399

RE: SILVER PALMS, INC.

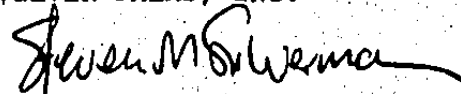
Gentlemen:

Enclosed please find Articles of Incorporation together with a check in the amount of \$122.50 to cover the cost of filing fee, charter tax, registered agent and certified copy.

Thank you for your prompt attention in this matter.

Respectfully submitted,

SILVER PALMS, INC.



Steven M. Silverman
President

789,502,706,671
9/96-11817

D. BROWN JUN 12 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 4, 1996

STEVEN M. SILVERMAN
562014 ARBOR CLUB WAY
BOCA RATON, FL 33433

(407) 392-6679

SUBJECT: ~~SILVERMAN~~, INC. SILVERPALMS
Ref. Number: W96000011817

SILVERPALMS

We have received your document for ~~SILVERMAN~~, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown
Document Specialist

Letter Number: 296A00027919

Thanks Doris for your help,

Steve

409 E. Gaines St. 32399

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION
OF

STERLING SILVER, Inc.

FILED
JUN 12 11:53
RECEIVED
STATE
ILLINOIS

The undersigned subscribers to these Articles of Incorporation each a natural person competent to contract, heroby associate themselves together to form a corporation under the laws of the state of Florida.

ARTICLE I - NAME

The name of this corporation is *STERLING SILVER, INC.*

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business which is permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock without nominal or par value. The consideration to be paid for each share be fixed by the Board of Directors. The stock so issued shall be fully paid and non-assessable. Said stock shall be issued purusant to a plan under Section 1244 of the Internal Revenue Code of 1954, as amended.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$ 500.00.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - PRINCIPAL OFFICE

The initial street address of the principal office of this corporation in the State of Florida is 3840 W. Hillsboro Blvd. #223 DEERFIELD BCH, FL. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VII - DIRECTORS

This corporation shall not have less than one director.

ARTICLE VIII - INITIAL DIRECTORS

The names, titles and addresses of the first Board of Directors are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Steven M. Silverman	President/ Secretary	562014 Arbor Club Way Boca Raton, FL 33433
Warren A. Silverman	Director	5855 Waterford Boca Raton, FL 33496

These officers shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX - SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Steven M. Silverman	562014 Arbor Club Way Boca Raton, FL 33433
Warren A. Silverman	5855 Waterford Boca Raton, FL 33496

ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 3840 W. Hillsboro Blvd., #223, Deerfield, FL 33442. 8CH.

and the name of the initial Registered Agent of this Corporation is Steven M. Silverman.

ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the Stockholders entitled to vote thereon.

ARTICLE XII - REIMBURSEMENT

The corporation shall reimburse all authorized employees for any out-of-pocket expenses for traveling and automobile expenses. Also, the corporation has the right to enter into at its option for the benefit of the employees, a pension and/or profit sharing plan, retirement plan or incentive plan.

ARTICLE XIII - INSPECTION OF BOOKS OF CORPORATION

The Board of Directors, from time to time, shall determine whether and to what extent of what time and place, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be open to inspection of the Stockholders, and no Stockholder shall have the right to inspect any account or document of the corporation except as permitted by statute, or Board of Directors or by resolution of the Stockholders.

In witness whereof, the undersigned have made and subscribed to these Articles of Incorporation at Florida,
this day of 199 for the uses and purposes aforesaid.

Steven M. Sherman
James A. Sherman

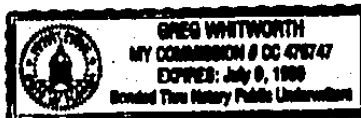
STATE OF FLORIDA

COUNTY OF Palm Beach

Subscribed and acknowledged before me by
who () is personally known to me or (X) has furnished a
valid driver's license or passport, on this 25 day of May
1995.

G. Whitworth
Notary Public - State of Florida

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED

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

First: That *STERLING SILVER, 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 Deerfield ^{BCH}, County of Broward , State of Florida,
has named Steven M. Silverman , located at 3840 W. Hillsboro Blvd. ^{#223}
Deerfield ^{BCH}, Florida, as its agent to accept service of process
within this state.

Having been named to accept service of process of 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.


Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUN 12 AM 11:53

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