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10/14/96

FLORIDA DIVISION OF CORPORATIONS
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: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

OM: ACE INDUSTRIES, INC.
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ME: SHERMAN INVESTMENTS, INC.

AUDIT NUMBER.....H96000014443

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 1

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ARTICLES OF INCORPORATION

H96-14443

of SHERMAN INVESTMENTS, INC.a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.Article 1: Name of the Corporation: SHERMAN INVESTMENTS, INC.Address of the Corporation: 7200 N.W. 56th STREETMIAMI, FLORIDA 33166

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 500
PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

3900 HOLLYWOOD BLVD. SUITE 300, HOLLYWOOD, FLORIDA 33021
and the name of the initial registered agent at such address is ARTHUR JAFFE

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Arthur Jaffe
Signature of Registered Agent
ARTHUR JAFFE10/11/96

Date

Article 6: The board of directors are as follows:

The name and address of the initial Director: (All persons listed after the first are additional directors)

1. SCOTT SHERMAN7200 N.W. 56th STREETMIAMI, FLORIDA 33166

Article 7: The Name and address of the incorporator is:

SCOTT SHERMAN7200 N.W. 56th STREETMIAMI, FLORIDA 33166

In witness whereof I have subscribed my name

Scott Sherman
Signature of Incorporator
SCOTT SHERMANPREPARED BY:
ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571

H96-14443