

11/12/96

FLORIDA DIVISION OF CORPORATIONS  
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FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694 FAX #: (305) 541-3770

NAME: HENDERSON MARKETING, INC.  
AUDIT NUMBER.....H96000015972  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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(6)

ARTICLES OF INCORPORATION

OF

HENDERSON MARKETING, INC.

THE UNDERSIGNED, FOR PURPOSES OF FORMING A CORPORATION UNDER  
THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPT THE FOLLOWING  
ARTICLES OF INCORPORATION:

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ARTICLE I - NAME

The name of the Corporation shall be: HENDERSON MARKETING,  
INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on  
the date of filing of these Articles with the Secretary of State.

ARTICLE III - PURPOSE

The purpose of the Corporation is to establish a lawful  
business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation is  
authorized to issue is 500 shares which shall be issued as follows:

RICHARD HENDERSON - 500 shares

ARTICLE V - INITIAL BUSINESS ADDRESS AND INITIAL REGISTERED AGENT

The initial business address of the Corporation is: 9474

Prepared by:

Jack D. Warner, Esq.  
1152 N. University Drive  
Pembroke Pines, Fl. 33024 Telephone # 954 431 8100  
Fl. Bar Number: 207292

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N.W. 122 AVENUE, SUNRISE, FL. 33323 and the name and street address of the initial registered agent of the Corporation is JACK D. WARNER, ESQ. located at 1152 N. UNIVERSITY DRIVE, PEMBROKE PINES, FL. 33024.

**ARTICLE VI - INITIAL BOARDS OF DIRECTORS AND OFFICERS**

This Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws. The name and address of the initial Directors and Officers of this Corporation are:

NAME: RICHARD HENDERSON DIRECTOR/PRESIDENT/SECRETARY/TREASURER

ADDRESS: c/o 3474 N.W. 122 AVENUE, SUNRISE, FL. 33323

**ARTICLE VII - INCORPORATOR**

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

NAME: JACK D. WARNER, ESQ.

ADDRESS: 1152 N. UNIVERSITY DRIVE, PEMBROKE PINES, FL. 33024.

**ARTICLE VIII - INDEMNIFICATION**

The Corporation shall indemnify any officer, director, or any former officer or director, to the full extent permitted by law.

**ARTICLE IX**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any

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amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

## ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscribers have executed  
the Articles of Incorporation this 11 day of NOVEMBER, 1996

INCORPORATOR

STATE OF FLORIDA )  
COUNTY OF BROWARD )  
DO:

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared JACK D. WARNER, ESQ., known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

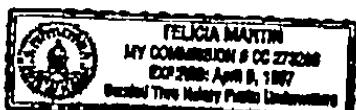
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 11 day of November, 1996.

NOTARY PUBLIC, State of Florida

Print Name of Notary Public

Personally Known  Or Produced Identification   
Type of Identification Produced: \_\_\_\_\_

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STATE OF FLORIDA  
DEPARTMENT OF STATE

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

IN COMPLIANCE WITH CHAPTER 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST -- THAT HENDERSON MARKETING, INC., BEHOLDING TO ORGANIZE  
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS  
PRINCIPAL PLACE OF BUSINESS, c/o 3474 N.W. 122 AVENUE, SUNRISE, FL.  
33323 HAS NAMED JACK D. WARNER, ESQ. RESIDENT AGENT, LOCATED AT  
1152 N. UNIVERSITY DRIVE, PEMBROKE PINES, FL. 33024 COUNTY OF  
BROWARD, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF  
PROCESSU WITHIN FLORIDA.

*J*  
TITLE: INCORPORATOR

DATE : NOVEMBER 11, 1996

ACCEPTANCE

THE UNDERSIGNED, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR  
THE ABOVE STATED PROFESSIONAL ASSOCIATION AT THE PLACE DESIGNATED  
IN THE CERTIFICATE, HEREBY AGREES TO ACT IN THIS CAPACITY, AND  
FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES  
RELATIVE TO THE PROPER PERFORMANCE OF HIS DUTIES.

*J*  
JACK D. WARNER, ESQ.  
1152 N. UNIVERSITY DRIVE  
PEMBROKE PINES, FL. 33024

DATE: NOVEMBER 12, 1996