

0-24-1897 57 305 358 7832 ACE INDUSTRIES, INC. (IT) 8023
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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
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NAME: SHARE MANAGEMENT, INC.

AUDIT NUMBER.....H97000001390

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

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

H97-01390

of SHARE MANAGEMENT, INC.

a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: SHARE MANAGEMENT, INC.

Address of the Corporation: 2060 NE 208 STREET, NORTH MIAMI BEACH, FL 33179

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.

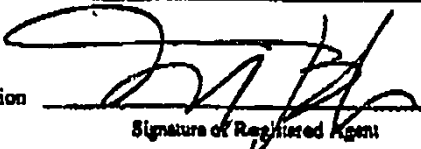
Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100

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:
2060 NE 208 STREET, NORTH MIAMI BEACH, FL 33179

and the name of the initial registered agent at such address is HOWARD VERNICK

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


Signature of Registered Agent

1/18/97
Date

Article 6: The board of directors are as follows:

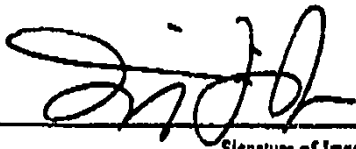
The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. HOWARD VERNICK, 2060 NE 208 STREET, NORTH MIAMI BEACH, FL 33179

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

HOWARD VERNICK, 2060 NE 208 STREET, NORTH MIAMI, FL 33179

In witness whereof I have subscribed my name


Signature of Incorporator

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Prepared by:
ACE INDUSTRIES, INC.
84 NW 11th Street
Miami, FL 33136
305-358-2571

H97-01390