

P97000021136

HERBCO AUDITING SERVICE, INC  
P. O. BOX 16431  
PLANTATION, FLORIDA 33318-6431  
954-791-7041

MARCH 03, 1997

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P O BOX 6327  
TALLAHASSEE, FLORIDA 32314

700002102837--1  
-03/03/97--01123--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

GENTLEMEN:

ENCLOSED FIND ARTICLES OF INCORPORATION FOR

"PHILOSOPHERS, INC"

TO BECOME EFFECTIVE MARCH 10, 1997, ALONG WITH A  
CHECK IN THE AMOUNT OF \$70.00 TO COVER COSTS. NO  
CERTIFIED COPY IS NEEDED.

PLEASE MAIL PAPERS TO ADDRESS ABOVE.

EFFECTIVE DATE  
3-10-97

SINCERELY,

*Herbert B. Steinberg*  
HERBERT B. STEINBERG

FILED  
97 MAR -3 PM 1:23  
TALLAHASSEE, FLORIDA

MAR 7 1997

ARTICLES OF INCORPORATION  
OF  
PHILOSOPHERS, INC

FILED

97 MAR -3 PM 1:23

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following articles of incorporation:

EFFECTIVE DATE  
3-10-97

ARTICLE ONE

The name of the corporation is:

**PHILOSOPHERS, INC**

The address of the corporation is:

2141 N E 42 Street, Apt 109 Lighthouse Pt. Fl. 33064

ARTICLE TWO

The term of existence of the corporation is perpetual.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE FOUR

The aggregate number of shares which the corporation has authority to issue is 500, all of which shall be common shares without par value.

ARTICLE FIVE

The street address of the initial registered office of the corporation is 2141 N E 42 Street, Apt 109, Lighthouse Pt, Florida 33064, and the name of the initial registered agent is Roger J. Pieroni.

ARTICLE SIX

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE SEVEN

The name and address of the incorporator is:

Roger J. Pieroni  
2141 Northeast 42 St. Apt 109, Lighthouse Pt, Fl 33064

ARTICLE EIGHT

The corporation shall be deemed to commence it's existence on March 10, 1997.

IN WITNESS WHEREOF, I have subscribed my name this 3rd day of March, 1997.

*Roger J. Pieroni*  
Incorporator

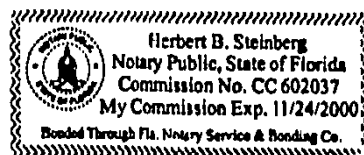
STATE OF FLORIDA )SS  
COUNTY OF BROWARD )

On this 3rd day of March, 1997, before me, personally appeared Roger J. Pieroni, known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.

*Herbert B. Steinberg*  
Notary Public

My commission #CC602037 expires:  
November 24, 2000



STATE OF FLORIDA  
DEPARTMENT OF STATE

Certificate Designation Place of Business or Domicile for  
the Service of Process Within This State, Naming Agent  
upon whom Process May Served and Name and Address of the  
Incorporator.

The following is submitted in compliance with  
Chapter 48.091 and 607.034, Florida Statutes:

a corporation organized (organizing) under the laws of the  
State of Florida, with its initial registered office at  
2141 N E 42 St. Apt 109, Lighthouse Pt. Florida 33064 has  
named Roger J. Pieroni, its agent to accept service  
of process within this state.

Roger J. Pieroni  
2141 N E 42 Street, Apt 109, Lighthouse Pt. Florida 33064

*Roger J. Pieroni*  
Incorporator

ACCEPTANCE:

HAVING BEEN NAMED to accept service of process  
for the above named corporation, at the place designated  
in this certificate, I hereby agree to act in this  
capacity, and I further agree to comply with the  
provisions of all statutes relative to the proper  
performance of my duties.

*Roger J. Pieroni*  
Resident Agent

FILED  
MAR-3 PM 1:23  
TALLAHASSEE, FLORIDA