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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FISHER & SAULS, P.A.
CONTACT: DENA F DEGARMO
PHONE: (813)822-2033

ACCT#: 076666001271

FAX #: (813)822-1633

NAME: SPRINC, INC.

AUDIT NUMBER.....H97000006119

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

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FAX CONFIRMATION

Fax Number 1904922 4001
Date Faxed 4-15-97
Time Faxed 11:38 AM
Faxed By KW

4/16/97

ARTICLES OF INCORPORATION

OF

SHARP IDEAS, INC.

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is SHARP IDEAS, INC., and its principal office or mailing address is 4804 Windmill Palm Terrace N.E., St. Petersburg, Florida 33703.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of .10 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 4804 Windmill Palm Terrace N.E., St. Petersburg, Florida 33703, and the name of the initial registered agent is Paul Soltoff.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have four (4) directors. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

NAME	ADDRESS
Paul Soltoff	4804 Windmill Palm Terrace N.E. St. Petersburg, FL 33703
Robin Soltoff	4804 Windmill Palm Terrace N.E. St. Petersburg, FL 33703
Irvin Brechner	10 Brockton Ct. Metuchen, NJ 08840
Nadine Brechner	10 Brockton Ct. Metuchen, NJ 08840

Prepared by:
Gretchen Henry Walsh, Esq.
FBN 946656
Fisher & Sauls, P.A.
P.O. Box 387
St. Petersburg, FL 33731
(813) 822-2033

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ARTICLE 7: INCORPORATOR

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

NAME

ADDRESS

Paul Soltoff

4804 Windmill Palm Terrace N.E.
St. Petersburg, FL 33703

ARTICLE 8: INDEMNIFICATION

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

ARTICLE 9: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 10: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14th day of April, 1997.


Paul Soltoff

"Incorporator"

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 14th day of April, 1997.


Paul Soloff, Registered Agent

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