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ORDER DATE : May 28, 1997

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ORDER NO. : 406283-005

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CUSTOMER: Eric A. Simon, Esq
ERIC A. SIMON, P.A.

Suite 250
9050 Pines Boulevard
Pembroke Pines, FL 33024

DOMESTIC FILING

NAME: RESEARCH BY SHERYL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

FILED
MAY 23 11:11:00
TALLAHASSEE FLORIDA

57 MAY 29 1997
RECORDS SECTION
STATE OF FLORIDA

3

BN MAY 28 1997

ARTICLES OF INCORPORATION
OF
RESEARCH BY SHERYL, INC.
a Florida Corporation

97 MAY 20 11:00
TALLAHASSEE
FLORIDA

The undersigned incorporator, for the purpose of forming a corporation, pursuant to the laws of the State of Florida, Florida Statutes, Chapter 607, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation is Research By Sheryl, Inc., a Florida corporation.

ARTICLE II - ADDRESS

The initial mailing address of the Corporation is 1951 Water Ridge Drive, Weston, Florida 33326.

ARTICLE III - PURPOSE

The purposes for which the Corporation is organized is to transact any or all lawful business for which corporations may be organized under Florida Statutes, Section 607.

ARTICLE IV - CAPITAL STOCK

The Corporation shall have the authority to issue one class of stock only. The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares of common stock. Each share shall have a par value of \$1.00.

ARTICLE V - PRE-EMPTIVE RIGHTS

There shall be no pre-emptive rights granted to the shareholders upon the sale of any stock by any shareholder or the issuance of any stock by the Corporation.

ARTICLE VI - REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1951 Water Ridge Drive, Weston, Florida 33326. The initial Registered Agent at such address is Sheryl Goldenberg.

ARTICLE VII - DIRECTORS

1. The property, business and affairs of the Corporation shall be managed by a BOARD which shall consist of not less than one (1) director. The BYLAWS may provide for a method of determining the number of directors from time to time. In the absence of a determination as to the number of directors, the BOARD shall consist of one (1) director. Directors are not required to be shareholders of the Corporation.

2. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

3. The initial Board of Directors shall consist of one Director. The names and address of the initial Director is Sheryl Goldenberg, 1951 Water Ridge Drive, Weston, Florida 33326.

ARTICLE VIII - INCORPORATOR

The name and street address of the Incorporator is: Sheryl Goldenberg, 1951 Water Ridge Drive, Weston, Florida 33326.

ARTICLE IX - OFFICERS

The officers of the Corporation shall be a president, vice president, secretary, treasurer and such other officers as the Board of Directors may from time to time by resolution create. The officers shall serve at the pleasure of the Board of Directors, and the Bylaws may provide for the removal from office of officers, for filling vacancies, and for the duties of the officers. Any person may hold more than one office.

ARTICLE XI - BYLAWS

The first Bylaws shall be adopted by the Board of Directors and may be altered, amended or rescinded by the Directors and/or the shareholders in the manner provided by the Bylaws.

ARTICLE XII - AMENDMENTS

Amendments to these Articles of Incorporation shall be made in the manner provided by law.

WHEREFORE, the Incorporator, and the initial Registered Agent, have executed these Articles of Incorporation on this 27th day of May, 1997.

BY EXECUTING THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED AFFIRMATIVELY STATES THAT THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF THE PROVISION OF REGISTERED AGENT.

Sheryl Goldenberg
Sheryl Goldenberg, As Incorporator and Registered Agent

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 27th day of May, 1997, by Sheryl Goldenberg, as Incorporator and as Initial Registered Agent.

Susan B. Foley
NOTARY PUBLIC, State of Florida at Large

