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SHERRY K. RODGERS

2739 N. E. 20th. Court

Fort Lauderdale

Florida 33305

(954) 563-2842

October 24, 1997

Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32314

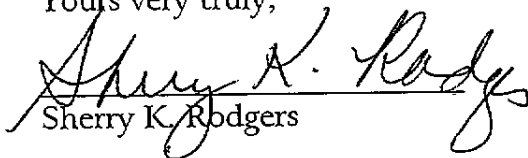
RE: SHERRY RODGERS DESIGNS, INC.

Attached hereto is an Original and one (1) copy of the Articles of Incorporation of the above named new corporation, together with a check in the amount of \$70.00 which represents the Filing Fee and Certificate Fees.

Please provide the Original Articles of Incorporation and the Certificate of Incorporation.

Thank you for your assistance in this matter.

Yours very truly,


Sherry K. Rodgers

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ARTICLES OF INCORPORATION
OF
SHERRY RODGERS DESIGNS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE 1. NAME

The name of the corporation shall be:

SHERRY RODGERS DESIGNS, INC.

The address of the principal office of this corporation shall be 2739 N.E. 20th. Court, Fort Lauderdale, Florida 33305 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2739 N.E. 20th. Court, Fort Lauderdale, Florida 33305, and the name of the initial registered agent of the corporation at that address is Sherry K. Rodgers.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial member of the Board of Directors is:

Sherry K. Rodgers 2739 N.E. 20th. Court
Fort Lauderdale, Florida 33305

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

Sherry K. Rodgers 2739 N.E. 20th. Court
Pres. Fort Lauderdale, Florida 33305

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Sherry K. Rodgers 2739 N.E. 20th. Court
Pres. Fort Lauderdale, Florida 33305

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set her hand and seal on this 17th. Day of September, 1997.

By: Sherry K. Rodgers
Sherry K. Rodgers, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Sherry K. Rodgers, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Sherry K. Rodgers
Sherry K. Rodgers, Registered Agent