



THE UNITED STATES
CORPORATION
COMPANY

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DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 670439 7143168

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pizute

ORDER DATE : January 15, 1998

ORDER TIME : 12:55 PM

ORDER NO. : 670439-005

CUSTOMER NO: 7143168

CUSTOMER: Mr. Albert Piechotta
MR. ALBERT PIECHOTTA

400002402124--4

7065 High Sietta Circle

West Palm Beach, FL 33411

DOMESTIC FILING

NAME: THE STRATFORD GROUP, INC.

EFFECTIVE DATE:

XXXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

cf 1/16/98

FILED
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DIVISION OF CORPORATIONS
98 JAN 15 AM 9:19

**Articles of Incorporation
of
The Stratford Group, Inc.**

FILED
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DIVISION OF CORPORATIONS
98 JAN 15 AM 9:19

THE UNDERSIGNED, acting as incorporators of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation.

Article I – Name

The name of this corporation shall be The Stratford Group, Inc..

Article II – Duration

The period of duration of this corporation is perpetual.

Article III – Purpose

The purpose for which this corporation is organized are to engage in any activity or business permitted under the laws of the United States of America or the State of Florida.

Article IV – Authorized Shares

The aggregate number of shares that this corporation shall have the authority to issue is six thousand (6,000) shares of capital stock with at least a nominal value per share.

An initial issue of four thousand (4,000) shares of capital stock of this corporation shall be issued for a nominal cash value per share.

The sum of the value of all shares of capital stock of this corporation that have been issued shall be the stated capital of this corporation at any particular time.

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the board of directors, dividends payable in either cash, in property or in shares of the capital stock of this corporation

The shares of this corporation are not to be divided into classes

This corporation is not authorized to issue shares in series.

Article V- Registered Agent

The initial street address of the initial registered office of this corporation is 1601 Forum Place, Suite 900, West Palm Beach, Florida 33401, and the name of the initial registered agent at such address is JOHN P. MORRISSEY.

Article VI – Directors

The initial board of directors of this corporation shall consist of two (2), who need not be residents of the State of Florida or shareholders of this corporation.

The names and addresses of the persons who shall serve as directors of this corporation until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified, are as follows: ALBERT PIECHOTTA, 7065 High Sierra Circle, West Palm Beach, Florida 33411; and CLAUDINE PIECHOTTA, 7065 High Sierra Circle, West Palm Beach, Florida 33411.

Article VII – Incorporators

The names and addresses of the initial incorporators of this corporation are as follows: ALBERT PIECHOTTA, 7065 High Sierra Circle, West Palm Beach, Florida 33411; and CLAUDINE PIECHOTTA, 7065 High Sierra Circle, West Palm Beach, Florida 33411.

Article VIII – Voting Requirement

An affirmative vote of two thirds(2/3) of the shares of this corporation shall be required for any shareholder action

Article IX – Adoption and Amendment

The shareholders of this corporation shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a shareholders' meeting, with a vote of not less than two-thirds (2/3) of the shares of this corporation.

Article X – Preemptive Rights

The holders of the capital stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the board of directors, such of the shares of the stock of this corporation as may be issued for money, property or services, from time to time, in addition to that stock which is authorized and issued by this corporation. The preemptive rights of any holder shall be determined by the ratio of the authorized and issued shares of capital stock held by the holder to all of the shares of capital stock currently authorized and issued.

Article XI – Principle Office

The address of the principle office of this corporation is 7065 High Sierra Circle, West Palm Beach, Florida 33411.

Article XII – Cumulative Voting

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of said shareholder's shares, and to distribute them among as many candidates as said shareholder may wish. Notice must be given by any shareholder to the president or vice president of this corporation not less than twenty four (24) hours prior to the time set for the holding of a shareholders meeting for the election of directors that said shareholder intends to cumulate his or her vote at said election.

IN WITNESS WHEREOF, the undersigned have executed these articles of incorporation at West Palm Beach, Palm Beach County, Florida, the ____ day of January, 1998.



ALBERT PIECHOTTA,
Incorporator

Jan 14, 1998

Date



CLAUDINE PIECHOTTA,
Incorporator

Jan 14, 1998

Date

OATH AND ACCEPTANCE OF RESIDENT AGENT

FILED
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DIVISION OF CORPORATIONS
98 JAN 15 AM 9:19

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared JOHN P. MORRISSEY
(hereinafter referred to as "Affiant"), who upon being duly sworn, deposes and says as follows:

1. The Affiant has been designated as the registered agent of THE STRATFORD GROUP, INC., pursuant to the Articles of Incorporation for that corporation which were executed at West Palm Beach, Palm Beach County, Florida, on January 14, 1998.
2. The Affiant's residence and mailing address is c/o Boyes & Farina, P.A., 1601 Forum Place, Suite 900, West Palm Beach, Florida 33401.
3. The Affiant is familiar with and accepts the obligations under Section 607.0505 of the Florida Statutes in connection with his designation as the registered agent of THE STRATFORD GROUP, INC.


FURTHER AFFIANT SAYETH NOT.



JOHN P. MORRISSEY, Affiant

SWORN TO and subscribed before me on this 14th day of January, 1998, by JOHN P. MORRISSEY, who is personally known to me or produced a valid Florida driver's license as identification and who did take an oath.





NOTARY PUBLIC
Print Name: Donna M. French
My Commission Number: CC 467309
My Commission Expires: 5-24-99