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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 922-4001

EFFECTIVE DATE

11-16-98

From:

Account Name : H.A. INC.  
Account Number : 119980000041  
Phone : (954) 752-7520  
Fax Number : (954) 752-1123

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 NOV 17 AM 9:30

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**FLORIDA PROFIT CORPORATION OR P.A.**

**Sherman Computer Systems, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

426 11/17/98

EFFECTIVE DATE

11-16-98

H98000021385 3

ARTICLES OF INCORPORATION  
OF

**Sherman Computer Systems, Inc.,**

a Florida corporation

The undersigned, acting as incorporator of Sherman Computer Systems, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Florida corporation is:

**Sherman Computer Systems, Inc.**

ARTICLE II. ADDRESS

The corporation's mailing address is:

6254 Sweetmaple Lane  
Boca Raton, FL 33433

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TALLAHASSEE, FLORIDA

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ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation shall begin effective November 16th, 1998.

I.L.A. Incorporated  
308 NW 101 Terrace  
Coral Springs, FL 33071  
(954) 752-7520

H98000021385 3

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 6254 Sweetmaple Lane, Boca Raton, FL 33433 and the name of the corporation's initial registered agent at that address is Robert Sherman.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors consisting of no less than 1 director(s). 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 1. The name(s) of the initial director(s):

Name

Robert Sherman

HLA Incorporated  
308 NW 101 Terrace  
Coral Springs, FL 33071  
(954) 752-7520

H98000021385 3

H98000021385 3

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

H.A. Incorporated  
308 NW 101 Terrace  
Coral Springs, FL 33071

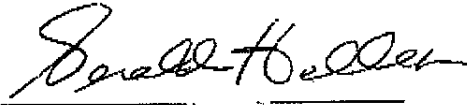
The incorporator of the corporation assigns to this corporation his/her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the board of directors any rights he/she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 16th day of November, 1998

H.A. Incorporated:

By:   
Gerald Heller

H.A. Incorporated  
308 NW 101 Terrace  
Coral Springs, FL 33071  
(954) 752-7520

H98000021385 3

-3-

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

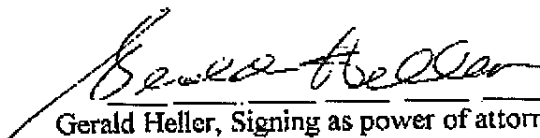
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Sherman Computer Systems, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 6254 Sweetmaple Lane, Boca Raton, FL 33433, has named Robert Sherman, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Robert Sherman  
6254 Sweetmaple Lane, Boca Raton, FL 33433

  
Gerald Heller, Signing as power of attorney for  
Robert Sherman  
Date: November, 16th 1998

H.A. Incorporated  
308 NW 101 Terrace  
Coral Springs, FL 33071  
(954) 752-7520

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-4-

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