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MILTON S. SAMUELS
16499 Northeast 19th Avenue
Suite 104
North Miami Beach, FL 33162
(305)=949-9200

March 1, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Gentlemen:

100002794081--5
-03/04/99--01033--002
*****122.50 *****78.75

A check for \$122.50, payable to the Secretary of State, is enclosed herewith, for the forming of a Corporation.

The following information is submitted.

A Certified Copy is requested, re the Articles of Incorporation, for the Corporation.

Two copies of the said Articles, signed by the Incorporator, and properly Notarized, are enclosed herewith.

The name of the Corporation is:
The Sackets Group, Inc.

It would be appreciated, if you would mail out to me, at the above address, the completed papers, forming the Corporation.

If any additional information is required, please contact the writer.

Respectfully submitted,


Milton S. Samuels

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR -4 AM 8:28

ARTICLES OF INCORPORATION

OF

THE SACKETS GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR -4 AM 8:28

The undersigned, for the purpose of forming a Corporation, under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation, for such Corporation:

ARTICLE ONE

THE NAME

The Name of the Corporation shall be:
The Sackets Group, Inc.

ARTICLE TWO

THE NATURE OF THE BUSINESS

The Corporation may engage in, and/or transact, any, and/or all lawful activities, and/or business, permitted under the laws of the United States, the State of Florida, and/or any other State, Country, Territory, and/or Nation.

ARTICLE THREE

THE CAPITAL STOCK

The aggregate Number of the Shares of the Stock, and its Par Value, that the Corporation is authorized to have outstanding at any One (1) time, is:
One Hundred (100) Shares, all of which shall be Common Stock, with a Par Value of Ten (10) Dollars.

ARTICLE FOUR

THE TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE FIVE

THE BUSINESS OFFICE

The initial mailing Address of the Corporation, and its initial principal business Address, is the same:
16499 Northeast 19th Avenue, Suite Number 104,
North Miami Beach, FL 33162.

ARTICLES OF INCORPORATION

OF

THE SACKETS GROUP, INC.

ARTICLE SIX

THE REGISTERED OFFICE

The initial mailing Address of the Registered Office of the Corporation, is:
16499 Northeast 19th Avenue, Suite Number 104,
North Miami Beach, FL 33162,
and the Name of the initial Registered Agent at such Address, is:
Milton S. Samuels.

ARTICLE SEVEN

THE INCORPORATORS

The Name, and the Address of the Incorporator, is:
Milton S. Samuels,
16499 Northeast 19th Avenue, Suite Number 104,
North Miami Beach, FL 33162.

ARTICLE EIGHT

THE DIRECTORS

The initial Board of Directors of the Corporation, shall consist of Two (2) Members.
The Names, and the Addresses of the initial Board of Directors, are:

- (1). Kirk A. Williams,
16499 Northeast 19th Avenue, Suite Number 104,
North Miami Beach, FL 33162.
- (2). Mary Ellen Williams,
16499 Northeast 19th Avenue, Suite Number 104,
North Miami Beach, FL 33162.

ARTICLE NINE

THE BUSINESS STATEMENT

The Corporation will not commence business, until the consideration for its issuance of all of the shares of the Capital Stock, is received in Cash, and/or in-kind value.

ARTICLES OF INCORPORATION

OF

THE SACKETS GROUP, INC.

IN WITNESS WHEREOF,

The undersigned Incorporator has executed these Articles of Incorporation, on this 1st day of March, 1999.

Milton S. Samuels

Milton S. Samuels,
Incorporator

STATE OF FLORIDA }

} SS:

COUNTY OF DADE }

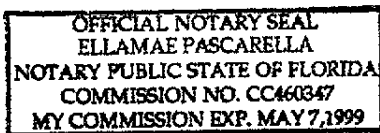
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THE FOREGOING INSTRUMENT,

Was acknowledged, and was sworn to, before me, on this 1st day of March, 1999, by Milton S. Samuels, known to me to be the person, whose name is subscribed hereto, and who acknowledged that he executed the same, for the purposes therein contained.

IN WITNESS WHEREOF,

I hereunto set my hand, and official seal.



Ellamae Pascarella
Notary Public,
State of Florida

THE WRITTEN ACCEPTANCE OF THE REGISTERED AGENT

I hereby verify, that I am familiar with, and accept the duties, and the responsibilities, as the Registered Agent for the said Corporation.

Milton S. Samuels
Milton S. Samuels