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LAW OFFICES
FREEDMAN & McCLOSKY
PROFESSIONAL ASSOCIATION
SUITE 700, BARNETT PLAZA
ONE EAST BROWARD BOULEVARD
FORT LAUDERDALE, FLORIDA 33301

REED B. McCLOSKY
RANDY R. FREEDMAN

TELEPHONE (954) 764-3800
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March 22, 1999

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

FILED
99 MAR 24 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: The Sylvester Group, Inc.

Dear Sir/Madam:

I have enclosed this firm's check no.104541 in the amount of \$70.00 for the filing fee of the above-referenced corporation. I have also enclosed the original and one copy of the executed Articles of Incorporation. Please return to me one file stamped copy in the enclosed, stamped self addressed envelope. Thank you.

Very truly yours,

FREEDMAN & McCLOSKY, P.A.



Randy R. Freedman

RBM/fjm

Enclosures:

100002816761--G
-03/24/99--01054--005
*****70.00 *****70.00

B. BROCK MAR 29 1999

ARTICLES OF INCORPORATION

OF

THE SYLVESTER GROUP, INC.

The undersigned associates for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Florida Business Corporation Act, Chapter 607, Florida Statutes, providing for the formation, liability, rights, privileges and immunities of corporations.

ARTICLE I

The name and address of the corporation is:

The Sylvester Group, Inc.
521 Sandlewood Lane
Plantation, FL 33317

ARTICLE II

This corporation shall commence its existence as of the date of the filing of these articles, and its existence shall be perpetual.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

This corporation is authorized to issue one hundred shares of common stock with no par value.

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TALLAHASSEE, FLORIDA

ARTICLE V

The name and address of the initial registered agent and street address of the initial registered office of this corporation are:

Freedman & McClosky, P.A
One East Broward Blvd., Suite 700
Ft. Lauderdale, FL 33301

ARTICLE VI

The number of directors of this corporation shall be not less than one (1). The initial number of directors shall be two (2), and the number of directors may be increased and decreased from time to time by the by-laws of this corporation. The name and address of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Toni A. Howard	521 Sandlewood Lane Plantation, FL 33317
Randy W. Howard	521 Sandlewood Lane Plantation, FL 33317

ARTICLE VII

The initial officers of the corporation shall be:

<u>NAME</u>	<u>Office</u>
Toni A. Howard	President
Randy W. Howard	Secretary

ARTICLE VIII

The name and address of the incorporator is:

Reed B. McClosky, Esq.
Freedman & McClosky, P.A
One East Broward Blvd., Suite 700
Ft. Lauderdale, FL 33301

ARTICLE IX

The power to adopt, alter, amend or repeal by-laws will be vested in the board of directors and shareholders.

ARTICLE X

The corporation shall indemnify any officers and directors, and any former officers and directors, to the full extent permitted by law.

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 22nd day of

March 1999.



Reed B. McClosky, Esq.
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 22nd day of March, 1999, by Reed B. McClosky, Esq. who is personally known to me or who has produced _____

as identification and who did (did not) take an oath.


NOTARY PUBLIC

My Commission Expires:



FARIDA J. MAJOR
COMMISSION # CC 659644
EXPIRES AUG 14, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.


ACCEPTANCE OF APPOINTMENT

Pursuant to 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts his appointment as registered agent of The Sylvester Group, Inc., and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with and accepts the obligations of 607.0505, Florida Statutes.

FREEDMAN & McCLOSKEY, P.A.

Date: March 22, 1999

By:


REED B. McCLOSKEY, as
authorized agent

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TALLAHASSEE, FLORIDA