

**Electronic Articles of Incorporation
For**

P06000041956
FILED
March 23, 2006
Sec. Of State
dwhite

PHILLIPS & COHEN ASSOCIATES INTERNATIONAL, CORP.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PHILLIPS & COHEN ASSOCIATES INTERNATIONAL, CORP.

Article II

The principal place of business address:

300 NW 82ND AVENUE
SUITE 700
PLANTATION, FL. 33324

The mailing address of the corporation is:

695 RANCOCAS RD
WESTAMTPON, NJ. 08060

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

LAYN OFFENBERGER
300 NW 82ND AVENUE
SUITE 700
PLANTATION, FL. 33324

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: LAYN OFFENBERGER

Article VI

The name and address of the incorporator is:

HOWARD A ENDERS
695 RANCOCAS RD

WESTAMPTON, NJ 08060

Incorporator Signature: HOWARD A ENDERS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
ADAM S COHEN
695 RANCOCAS RD
WESTAMPTON, NJ. 08060

Title: VP
MATTHEW M PHILLIPS
300 NW 82ND AVENUE, SUITE 700
PLANTATION, FL. 33324

Title: S
HOWARD A ENDERS
258 CHAPMAN RD, SUITE 205
NEWARK, DE. 19702

Article VIII

The effective date for this corporation shall be:

03/23/2006