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Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
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F05-5387

FOREIGN NON-PROFIT QUALIFICATION
THE PROSKAUER ROSE DISASTER RECOVERY FUND, INC

Certificate of Status	0
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DIVISION OF CORPORATIONS

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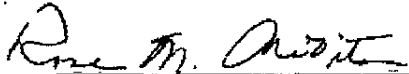
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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

FILED

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:**

1. The Proskauer Rose Disaster Recovery Fund Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. New York 3. 20-3435845
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 9, 2005 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S., to determine penalty liability.)
7. 1585 Broadway, Room 2462, New York, NY 10036-8299
(Principal office address)
1585 Broadway, Room 2462, New York, NY 10036-8299
(Current mailing address)
8. To provide relief to victims of Hurricane Katrina
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
Name: Rose M. DeVita
Office Address: c/o Proskauer Rose LLP, 2255 Glades Rd, Ste. 340 West
Boca Raton, Florida 33431-7360
(City) (Zip Code)
10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Robert J. Kafin, Esq.

Address: Proskauer Rose LLP, 1585 Broadway, New York, NY 10036-8299

Vice Chairman: _____

Address: _____

Director: Arthur T. Gurwitz

Address: Proskauer Rose LLP, 1585 Broadway, New York, NY 10036-8299

Director: _____

Address: _____

B. OFFICERS

President: Robert J. Kafin, Esq.

Address: Proskauer Rose LLP, 1585 Broadway, New York, NY 10036-8299

Vice President: _____

Address: _____

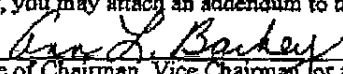
Secretary: Ann L. Barkey

Address: Proskauer Rose LLP, 1585 Broadway, New York, NY 10036-8299

Treasurer: Arthur T. Gurwitz

Address: Proskauer Rose LLP, 1585 Broadway, New York, NY 10036-8299

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Ann L. Barkey, Secretary
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of THE PROSKAUER ROSE DISASTER RECOVERY FUND was filed on 09/09/2005, as a Not-for-Profit Corporation and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 15th day of September
two thousand and five.*

Secretary of State