

F97000004366

LAW OFFICES
ABRAMS ANTON P.A.

MAYNARD ABRAMS
1916-1992

PAUL B. ANTON
1927-1981

MITCHELL D. ADLER
LAURENCE I. BLAIR §
MILTON S. BLAUT §
NICOLE M. CHURCHYA
ALAN B. COHN *
MAURICE M. GARCIA
GENE K. GLASSER *
WILLIAM S. KRAMER *
LEONARD ROBBINS

KENNETH A. RUBIN
REUBEN M. SCHNEIDER *
PETER R. SIEGEL
MARC JAY TANNEN
JACK F. WEINS
DAVID WEISMAN *

OF COUNSEL
STANLEY D. GOTTSIEGEN †

* Board Certified Tax Lawyer
□ Board Certified Estate Planning
and Probate Lawyer
○ Board Certified Real Estate Lawyer

† Member of D.C. Bar
§ Member of N.Y. Bar
‡ Member of Ohio Bar

2021 TYLER STREET
HOLLYWOOD, FLORIDA 33020

CORRESPONDENCE TO:
P.O. Box 229010, HOLLYWOOD, FLORIDA 33022-9010

TELEPHONE: (954) 921-5500

FACSIMILE: (954) 925-7013

BOCA RATON & DELRAY: (561) 994-2212

NORTH BROWARD: (954) 428-9800

MIAMI: (305) 940-8440

WWW.ABRAMSAANTON.COM

BOCA RATON OFFICE

ONE BOCA PLACE - SUITE 411E

2255 GLADES ROAD

BOCA RATON, FLORIDA 33431-7383

FACSIMILE: (561) 997-8494

PALM BEACHES: (561) 833-4710

(DIRECT TO BOCA RATON OFFICE ONLY)

REPLY TO: HOLLYWOOD

FILE NO.: KFLT-0001

December 28, 2000

Division of Corporations

Attention: Ms. Louise Flemming-Jackson

P.O. Box 6327

Tallahassee, Florida 32314

Re: Breakthrough Coaching, Inc.

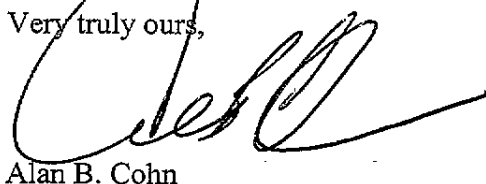
Dear Ms. Jackson:

Enclosed are the following:

1. A copy of your letter of December 12, 2000.
2. Application for Reinstatement of Breakthrough Coaching, Inc., together with a check in the amount of \$750.00.
3. Application by Foreign Profit Corporation to File Amendment changing the corporate name from Breakthrough Coaching, Inc. to Koslow Enterprises, Inc., together with a check in the amount of \$35.00.
4. Application by Foreign Profit Corporation for Withdrawal of Authority to Transact Business in Florida for Koslow Enterprises, Inc., together with a check in the amount of \$35.00.
5. Certified copy of a Certificate of Name Change from the State of New Jersey.

Please return confirmation when the name change has been accomplished. If you need anything further, please call my office.

Very truly yours,



Alan B. Cohn

ABC:jah

Enclosures

c: Brian Koslow

Judy Hadiman authorized
to correct date NLC was
filed in NT

Name change
LFS

1-4-2001

ESTABLISHED IN 1947

700003522097--2
-01/03/01--01016--012
*****35.00 *****35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN -2 PM 3:17



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 12, 2000

Alan B. Cohn, Esquire
% Abrams Anton P.A.
Post Office Box 229010
Hollywood, FL 33022-9010

SUBJECT: BREAKTHROUGH COACHING INC.
Ref. Number: F97000004366

We have received your document for BREAKTHROUGH COACHING INC. and check(s) totaling \$785.00. However, your check(s) and document are being returned for the following:

A foreign corporation authorized to transact business or conduct its affairs in Florida may withdraw its authority by completing the enclosed withdrawal application and submitting the appropriate fee.

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

The fee to file a certificate of withdrawal for KOSLOW ENTERPRISES, INC., is \$35.00.

Please return the enclosed check for \$785.00 or a newly issued check with your corrected document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 200A00062674

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN -2 PM 3:17

1. Breakthrough Coaching, Inc.
Name of corporation as it appears on the records of the Department of State.
2. New Jersey 3. 8-18-97
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? February 3, 1999
5. Koslow Enterprises, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
- _____
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- _____
New Jurisdiction

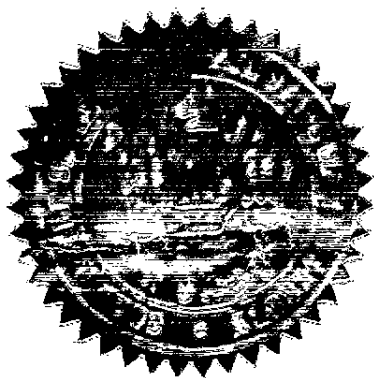
<u>Meryl Koslow</u> Signature	<u>11/20/00</u> Date
<u>MERYL KOSLOW</u> Typed or printed name	<u>Pres</u> Title

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
FILING CERTIFICATION (CERTIFIED COPY)

KOSLOW ENTERPRISES, INC.

I, the Treasurer of the State of New Jersey,
do hereby certify, that the above named business
did file and record in this department the below
listed document(s) and that the foregoing is a
true copy of the
Certificate Of Name Change
as the same is taken from and compared with the
original(s) filed in this office on the date set
forth on each instrument and now remaining on file
and of record in my office.

IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
19th day of December, 2000



Roland M. Machold

Roland M Machold
Treasurer

01 JAN -2 11
DIVISION OF REVENUE
STATE OF NEW JERSEY

FEB-11-1900 17:52

Secretary of State
CN-308
Trenton, NJ 08625

P.02
F.01

FILED

CERTIFICATE OF AMENDMENT TO THE CERTIFICATION OF INCORPORATION
OF Breakthrough Coaching, Inc.
(FOR USE BY DOMESTIC CORPORATIONS ONLY - MUST BE FILED IN NEW JERSEY)

FEB 3 1999

James A. DiAntonio, Jr.
State Treasurer

"Federal Employer Identification No." 22-3321406

Pursuant to the provisions of Section 14A:9-2(4) and Section 14A:9-4(3), Corporations, General, of the New Jersey Statutes, the undersigned corporation executes the following Certificate of Amendment to its Certificate of Incorporation:

1. The name of the corporation is: Breakthrough Coaching, Inc.
2. The following amendment to the Certificate of Incorporation was approved by the directors and thereafter duly adopted by the shareholders of the corporation on the 22 day of January, 1999.
Resolved, that Article One of the Certificate of Incorporation be amended to read as follows:

Koslow Enterprises, Inc.

3. The number of shares outstanding at the time of the adoption of the amendment was 100. The total number of shares entitled to vote thereon was 100.
If the shares of any class or series of shares are entitled to vote thereon as a class, set forth below the designation and number of outstanding shares entitled to vote thereon of each such class or series. (Omit if not applicable).

N/A

4. The number of shares voting for and against such amendment is as follows: (If the shares of any class or series are entitled to vote as a class, set forth the number of shares of each such class and series voting for and against the amendment, respectively).

Number of Shares Voting for Amendment

100

Number of Shares Voting Against Amendment

0

5. If the amendment provides for an exchange, reclassification or cancellation of issued shares, set forth a statement of the manner in which the same shall be effected. (Omit if not applicable).

N/A

(Use the following only if an effective date, not later than 90 days subsequent to the date of filing is desired).

6. The effective date of this Amendment to the Certificate of Incorporation shall be N/A.

Dated this 22 day of January, 1999.

Koslow Enterprises, Inc.
(Corporate Name)

By: Meryl Koslow
(Signature)

Meryl Koslow, President
(Type Name and Title)

May be executed by the Chairman of the Board, or the President, or a Vice President of the Corporation.

The purpose of this form is to simplify the filing requirements of the Secretary of State and does not replace the need for competent legal advice.

C-102A Rev. 06/90

TOTAL P.01
TOTAL P.02

S 342757
J 1036588 0100597989