

G35646

Law Offices of
A. COHN, PARKER & COHN, P.A.
1152 North University Drive
Pembroke Pines, Florida 33024

FILED
98 JUN -8 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Alan W. Cohn
Susan C. Cohn
James K. Parker

(954) 431-8100
(305) 624-9186 Dade Line
(954) 431-5113 Fax

April 10, 1998

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-04/27/98--01085--017
*****35.00 *****35.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 33314

Re: Amended Articles of Incorporation for Law Offices of A. Cohn, Parker & Cohn,
P.A. Now Known as Law Offices of Cohn, Parker & Cohn, P.A.

Dear Sir/Madam:

Enclosed please find our Amended Articles of Incorporation with regard to the above-captioned matter. Also, enclosed please find our check #3186 payable in the amount of \$35.00. Please forward a copy of the Amended Articles of Incorporation and corporate certificate to my office.

Thank you for your prompt attention to this matter.

Very truly yours,



ALAN W. COHN

AWC/ser
Enclosures

Amend. & N/C

VS JUN 10 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 4, 1998

ALAN W. COHN
1152 NORTH UNIVERSITY DRIVE
PEMBROKE PINES, FL 33024

SUBJECT: LAW OFFICES OF A. COHN, PARKER & COHN, P.A.
Ref. Number: G35646

We have received your document for LAW OFFICES OF A. COHN, PARKER & COHN, P.A. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 698A00024328

*Law Offices of
A. COHN, PARKER & COHN, P.A.
1152 North University Drive
Pembroke Pines, Florida 33024*

*Alan W. Cohn
Susan C. Cohn
James K. Parker*

*(954) 431-8100
(305) 624-9186 Dade Line
(954) 431-5113 Fax*

June 3, 1998

*Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 33314
ATT: VELMA SHEPARD*

*Re: Amended Articles of Incorporation for Law Offices of A. Cohn, Parker & Cohn,
P.A. Now Known as Law Offices of Cohn, Parker & Cohn, P.A.
Letter No: 698A00024328*

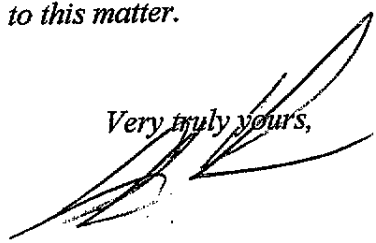
Dear Ms. Shepard:

Per your letter dated May 4, 1998, enclosed please find the corrections to the Amended Articles of Incorporation.

Please forward a copy of the Amended Articles of Incorporation and corporate certificate to my office.

Thank you for your prompt attention to this matter.

Very truly yours,



ALAN W. COHN

*AWC/ser
Enclosures*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED ARTICLES OF INCORPORATION

OF

LAW OFFICES OF A. COHN, PARKER & COHN, P.A.

NOW KNOWN AS LAW OFFICES OF COHN, PARKER & COHN, P.A.

ARTICLE I

The name of this corporation (which is hereinafter called the "corporation") is:

LAW OFFICES OF COHN, PARKER & COHN, P.A.

ARTICLE II

The general nature of the business to be transacted and the object and purposes for this corporation shall be unlimited as the laws of the State of Florida may allow.

ARTICLE III

The maximum number of shares that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock, having a par value of \$1.00. The consideration to be paid for each share shall not be less than \$1.00 in money, property or services.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The initial address of the corporation shall be:

1152 N. University Drive, Suite 201
Pembroke Pines, Florida 33024

The Registered Agent for said corporation shall be: ALAN W. COHN, ESQ., whose law office address is 1152 N. University Drive, Suite 201, Pembroke Pines, Florida 33024.

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TALLAHASSEE, FLORIDA

ARTICLE VI

This corporation shall have one director. The number of directors may be increased or diminished from time to time in the manner provided for in the by-laws of the corporation, but shall never be less than one (1) nor more than fifteen (15).

ARTICLE VII

The name and street addresses of the members of the Board of Directors is:

ALAN W. COHN
1152 N. University Drive, Suite 201
Pembroke Pines, Florida 33024

ARTICLE VIII

The officers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
ALAN W. COHN, PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER	1152 N. University Drive, Suite 201 Pembroke Pines, Florida 33024

The said Directors and Officers shall hold office for the first year of the corporation or until their successors are elected or appointed and shall have qualified; provided, that nothing herein contained shall be construed as prohibiting the Directors of the corporation from filling vacancies in the offices caused by the resignation, death or removal of Directors or Officers. The name and address of the person signing these Amended Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
ALAN W. COHN	1152 N. University Drive, Suite 201 Pembroke Pines, Florida 33024

ARTICLE IX

The corporation reserves the right from time to time to amend, alter or appeal any provisions in its Articles of Incorporation to any manner now or hereafter permitted by Statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE X

The initial by-laws shall be adopted by the Board of Directors. The by-laws may contain any provision for the regulation and management of the affairs of the corporation not in consistent with Statute or with these Articles of Incorporation.

ARTICLE XI

Corporate existence shall begin upon the filing of the Articles of Incorporation with the Department of State of the State of Florida, or upon filing with the Secretary of State's office within (5) days of the date of notarization.

ARTICLE XII

Subject to the provisions of the Florida General Corporation Act, no contract or other transaction between this corporation and any other corporation shall be affected by the fact that any Director or Officer of this Corporation is interested in, or is a director or officer of, such other corporation, and any director or officer, individually or jointly, may be a party to, or may be interested in any contract or transaction of this corporation or in which this corporation is interested, and no contract, or other transaction of this corporation with any person, firm, or corporation, shall be affected by the fact that any director or officer of this corporation is a party in any way connected with such person, firm or corporation and every person who may be director or officer of this corporation is hereby relieved from any liability that might otherwise exit

from contracting with this corporation for the benefit of himself or any firm, association, or a corporation in which he may be in any way interested.

ARTICLE XIII

This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

The Amended Articles of Incorporation was adopted on December 30, 1998 by the Board of Directors without shareholder action as no shareholder action was required.

IN WITNESS WHEREOF, I the undersigned sole officer and director, have hereunto set my hand and seal this 4 day of JUNE, 1998, for the purpose of amending the Articles of Incorporation.



(SEAL)

ALAN W. COHN (President)
Director

STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared ALAN W. COHN, who acknowledged before me that he signed the foregoing Article of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at the City of Pembroke Pines, County of Broward, State of Florida, this 4 day of JUNE, 1998.

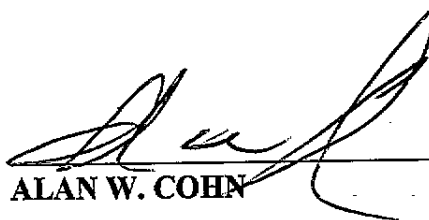
MY COMMISSION EXPIRES:

NOTARY PUBLIC, STATE OF FLORIDA

ACKNOWLEDGMENT BY REGISTERED AGENT

ALAN W. COHN, having been named in the Articles of Incorporation to accept service of

process for the above named corporation at the place designated herein, hereby accepts and consents to act in this capacity and agrees to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.



ALAN W. COHN