

Brook P000000028S4
Fisher
Esq.

March 13, 2000

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

600003171086--0
-03/15/00--01067--001
*****78.75 *****78.75

Re: Filing of Articles of Incorporation and Certificate of Designation of Registered Agent
/ Registered Office for **MILLER, COHN & ASSOCIATES, INC.**

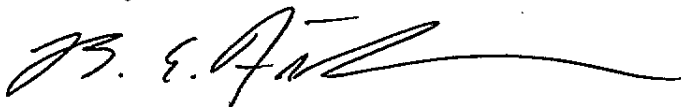
Dear Ladies and Gentlemen:

Enclosed herewith for filing are the executed and completed Articles of Incorporation for **MILLER, COHN & ASSOCIATES, INC.**, together with the Certificate of Designation of Registered Agent / Registered Office and a copy of the Articles to be certified and returned to this office in the enclosed self addressed stamped envelope.

Also, enclosed is check no. 2491 in the amount of \$78.75 to cover the costs of the filing and certification fees for this corporation.

Thank you in advance for your assistance and cooperation in this matter.

Sincerely,



Brook E. Fisher, Esq.

BF/hh
Enclosure
wpwin/i:/national/ltr1

FILED
00 MAR 15 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gk 3/22

ARTICLES OF INCORPORATION
OF
MILLER, COHN & ASSOCIATES, INC.

FILED
00 MAR 15 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be: MILLER, COHN & ASSOCIATES, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Principal Office: 240 Park Avenue, Palm Beach, Florida 33480

Mailing Address: 240 Park Avenue, Palm Beach, Florida 33480

ARTICLE III

SHARE OF STOCK

The total number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 Shares of Stock having a par value of \$1.00 per share.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

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

SUSAN KIRSCHWING
240 Park Avenue
Palm Beach, Florida 33480

ARTICLE V

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

SUSAN KIRSCHWING
240 Park Avenue
Palm Beach, Florida 33480

The undersigned incorporator has executed these Articles of Incorporation this 10th day of

March, 2000.



SUSAN KIRSCHWING, INCORPORATOR

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE


FILED
00 MAR 15 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF §607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the Corporation is: MILLER, COHN & ASSOCIATES, INC.
2. The name and street address of the Registered Agent and Registered Office is:

SUSAN KIRSCHWING
240 PARK AVENUE
PALM BEACH, FLORIDA 33480

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



SUSAN KIRSCHWING, REGISTERED AGENT



SUSAN KIRSCHWING, INCORPORATOR

March 10, 2000
DATE

March 10, 2000
DATE