

PO00000074212



ACCOUNT NO. : 072100000032

REFERENCE : 768815 7218961

AUTHORIZATION :

*Patricia Pizeto*

COST LIMIT : \$ 70.00

ORDER DATE : July 19, 2000

ORDER TIME : 9:49 AM

ORDER NO. : 768815-005

400003346114--2

CUSTOMER NO: 7218961

CUSTOMER: Mr. Jed P. Kaplan  
Mr. Jed P. Kaplan

21279 Falls Ridge Way

Boca Raton, FL 33428

DOMESTIC FILING

NAME: KUHN, LOEB & COMPANY  
SECURITIES INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Pollye Janisse - EXT. 1154

EXAMINER'S INITIALS:

RECEIVED  
DIVISION OF CORPORATIONS  
JUL 20 2000 10 40 AM  
TALLAHASSEE FL 32301

00 AUG -4 AM 10 40

RECEIVED

FILED  
DIVISION OF CORPORATIONS  
00 AUG -4 PM 12:12

*JP 8/4/00*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 AUG -4 PM 12:12

ARTICLES OF INCORPORATION  
OF

KUHN, LOEB & COMPANY SECURITIES INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

KUHN, LOEB & COMPANY SECURITIES INC.

The address of the principal office of this corporation shall be 225 Northeast Mizner Boulevard, Suite 524, Boca Raton, Florida 33432 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 21279 Falls Ridge Way, Boca Raton, Florida 33428, and the name of the initial registered agent of the corporation at that address is Jed Kaplan.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

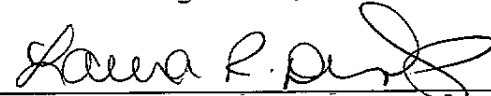
Jed Kaplan	21279 Falls Ridge Way Boca Raton, Florida 33428
Lawrence Leibowitz	910 South Chippewa Circle Boynton Beach, Florida 33436
Delano Sta. Ana	6097 Town Colony Drive, #413 Boca Raton, Florida 33433

ARTICLE VII. INCORPORATOR

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

The Company Corporation  
1013 Centre Road  
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on August 4, 2000.

A handwritten signature in dark ink, appearing to read "Laura R. Dunlap", is written over a horizontal line.

Its Agent, Laura R. Dunlap  
Incorporator

CHD/pej

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 AUG -4 PM 12:12

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

JED KAPLAN, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

KUHN, LOEB & COMPANY SECURITIES INC.

JED KAPLAN is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: \_\_\_\_\_

Typed Name: JED KAPLAN

pej