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**FLORIDA PROFIT CORPORATION OR P.A.**

**THE JASON COHEN CORPORATION**

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**ARTICLES OF INCORPORATION**  
**OF**  
**THE JASON COHEN CORPORATION**

**ARTICLE I**  
**NAME**

The name of the corporation is **THE JASON COHEN CORPORATION** (hereinafter referred to as the "Corporation").

**ARTICLE II**  
**PRINCIPAL OFFICE**

The principal office of the Corporation is c/o Broad and Cassel, 201 South Biscayne Blvd., Suite 3000, Miami, Florida 33131, or in any other city in the State of Florida designated by the Board of Directors from time to time.

**ARTICLE III**  
**REGISTERED AGENT**

The street address of the initial registered office of the Corporation is: 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the name of the registered agent is: B & C Corporate Services, Inc.

**ARTICLE IV**  
**INCORPORATOR**

The name and address of the Incorporator of the Corporation is: Jeffry A. Robinson, P.A., 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.

**ARTICLE V**  
**PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

**ARTICLE VI**  
**TERM**

The Corporation shall have perpetual existence.

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**ARTICLE VII  
CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of common stock, par value \$.01 per share.

**ARTICLE VIII  
INDEMNIFICATION**

The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida Law.

**ARTICLE IX  
DIRECTORS**

The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director is:

Jason Cohen  
c/o Broad and Cassel  
201 South Biscayne Blvd.  
Suite 3000  
Miami, Florida 33131

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation on this 19<sup>th</sup> day of December, 2000.

  
\_\_\_\_\_  
Jeffrey A. Robinson, Incorporator

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**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT  
OF  
THE JASON COHEN CORPORATION**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

**B & C CORPORATE SERVICES, INC.,**  
a Florida corporation

By:   
Annette Deleon, Vice President

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