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LAW OFFICES
OF

JOEL REINSTEIN

JOEL REINSTEIN

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October 31, 2001

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*****78.75 *****78.75

AIRBORNE

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Florence Wolfson Family Corp.

Dear Sir or Madam:

Enclosed for filing are the Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$78.75, representing your filing fee. Please return a certified copy in the enclosed prepaid envelope.

Thank you for your cooperation in this matter.

Sincerely,

Joel Reinstein

JR/wsm

Enclosures-check

cc: Mrs. Florence F. Wolfson
Mr. Gerald R. Wolfson
Ms. Marilyn W. Armel
Alan Rothberg, C.P.A.

StateInc.ltr

FILED
NOV - 2 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROWN NOV - 5 2001

ARTICLES OF INCORPORATION
OF
FLORENCE WOLFSON FAMILY CORP.

FILED
01 NOV -2 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is FLORENCE WOLFSON FAMILY CORP. (hereinafter called the "Corporation"), and the address of the principal office and the mailing address of the Corporation is 7580 Regency Lake Drive, #E-602, Boca Raton, FL 33433-6971.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and Chapter 607, Florida Statutes.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
7,500	\$1.00	Common

ARTICLE IV

The street address of the Corporation's initial registered office in the State of Florida is 7580 Regency Lake Drive, #E-602, Boca Raton, FL 33433-6971, in the County of Palm Beach, and the name of its initial registered agent at such office is Florence F. Wolfson.

ARTICLE V

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the members of the initial Board of Directors, who are to serve as the Corporation's directors until their successors are duly elected and qualified are:

Florence F. Wolfson
7580 Regency Lake Drive, #E-602
Boca Raton, FL 33433-6971

Gerald R. Wolfson
11 Mt. Vernon Court
Livingston, NJ 07039

Marilyn W. Armel
180 E. 79th Street
Apartment 6A
New York, NY 10021

ARTICLE VI

The name of the Incorporator is Florence F. Wolfson and the address of the Incorporator is 7580 Regency Lake Drive, #E-602, Boca Raton, FL 33433-6971.

ARTICLE VII

This Corporation shall indemnify and advance expenses on behalf of its officers and directors to the fullest extent permitted by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 30 day of October, 2001.

Florence F. Wolfson
FLORENCE F. WOLFSON

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared FLORENCE F. WOLFSON, who is personally known to me and who did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid, this 30 day of October, 2001.

My commission Expires:

Joel Reinstein
Notary Public



Joel Reinstein
MY COMMISSION # DD045355 EXPIRES
September 22, 2005
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of FLORENCE WOLFSON FAMILY CORP., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

Florence F. Wolfson

Florence F. Wolfson
Registered Agent

DATED: 10/30, 2001

ARTICLES.INC
WOLFSON.INC

FILED
01 NOV -2 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA