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SEC TO THE THE COURT

STAN L. RISKIN, P.A.

8000 PETERS ROAD, SUITE A-200 PLANTATION, FLORIDA 33324

> Telephone: 954-473-2200 Facsimile: 954-915-8900

STAN L. RISKIN ATTORNEY AT LAW MIAMI OFFICE 13899 BISCAYNE BLVD., STE 106 NORTH MIAMI BEACH, FL 33181 305-702-6465

December 3, 2002

<u> Via Federal Express</u>

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: COHEN TIMES TWO, INC.

Dear Sir/Madam:

Please find enclosed two original Articles of Incorporation along with a check in the sum of \$78.75 in regard to the above-referenced matter. Please send a copy back to this office at your earliest convenience in the self-addressed envelope enclosed.

Thank you for your attention in this regard.

Very truly yours,

CSTAN L. RISKIN

SLR/sb Enclosures

ARTICLES OF INCORPORATION OF COHEN TIMES TWO, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Corporate Name

The name of this Corporation is:

COHEN TIMES TWO, INC.

ARTICLE II Principal Office

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

8000 Peters Rd. Suite A-200 Plantation, Florida 33324

ARTICLE III Capital Stock

This Corporation is authorized to issue a maximum of FIVE HUNDRED (500)

Shares of Stock. The Shares of Stock authorized shall be common stock having a par
value of ONE AND 00/100 (\$1.00) DOLLAR per share. The consideration to be paid for
each share of stock shall be fixed by the Board of Directors.

ARTICLE IV Initial Registered Agent and Initial Registered Office

The Corporation's initial registered agent and registered office in the State of Florida shall be STAN L. RISKIN, 8000 Peters Rd. Suite A-200, Plantation, Florida 33324.

ARTICLE V Incorporator

The name and post office address of each Incorporator executed these Articles of Incorporation is as follows:

Name Address

STAN L. RISKIN

8000 Peters Rd. Suite A-200 Plantation Florida 33324

ARTICLE VI Amendments

This Corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Stockholders is subject to this reservation.

ARTICLE VII Commencement Date

Corporate existence will commence on December 9, 2002.

The undersigned Incorporator for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

Dated and Signed on December 2, 2002.

STAN L. RISKIN

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for **COHEN TIMES TWO, INC.** 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.

STAN L. RISKIN Registered Agent