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LAW OFFICES

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EDWARD B. COHEN MICHAEL I. KOTLER * ALLAN H. SCHWARTZ RONALD M. ZAKARIN **

* ALSO ADMITTED IN DISTRICT OF COLUMBIA AND PENNSYLVANIA

* * ALSO ADMITTED IN DISTRICT OF COLUMBIA AND NEW YORK JOSHUA K. FRIEDMAN DAVID C. KOTLER

PAULA S. GOLD (RETIRED) GREGG H. GLICKSTEIN, OF COUNSEL

January 22, 2004

<u>Via Certified, Return Receipt Requested</u> 7002 3150 0003 5584 6188

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

Re: Incorporation of Bonnie Nisenbaum, P.A.

Dear Sir/Madam:

Enclosed please find a check in the amount of Seventy-Eight Dollars and Seventy-Five Cents (\$78.75) for the filing of the enclosed Articles of Incorporation and Certificate of Designation of Registered Agent relating to the above referenced Corporation. Please file the Articles and return a copy of the filed articles to me.

Thank you for your assistance with this matter.

Very truly yours,

/gla Enclosures Georgeann Amodeo Legal Assistant

ARTICLES OF INCORPORATION

<u>OF</u>

BONNIE NISENBAUM, P.A.

ARTICLE I

NAME

BONNIE NISENBAUM, P.A.



ARTICLE II

PURPOSE

This corporation is organized for the following purposes:

- 1. To own and operate a real estate business.
- 2. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$1.00 per share.
- (b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (c) Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of State of Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 7250 S. Military Trail #102, Lake Worth, Florida 33463. The initial registered agent of this corporation is BONNIE NISENBAUM with his address at 7250 S. Military Trail, #102, Lake Worth, Florida 33463. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director, initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

Name

Address

Bonnie Nisenbaum

7250 S. Military Trail #120 Lake Worth, Florida 33463

ARTICLE VII AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

ARTICLE VIII INCORPORATOR

The name and address of the person signing these Articles is:

Bonnie Nisenbaum 7250 S. Military Trail, #102 Lake Worth, Florida 33463

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of		
Incorporation this 22 day of Juney, 2004. Print Name: Bonnie Nisenbaum		
STATE OF FLORIDA))ss.		
COUNTY OF PALM BEACH)		
Sworn to and subscribed before me this 22 nd day of January, 2004 by BONNIE		
NISENBAUM, who is personally known to me (or who has produced		
as identification) and who did take an oath.		
Notary Public, State of Florida (SEAL)		
PAMELA A. DESCHENES MY COMMISSION # DD 129090 EXPIRES: September 22, 2006 Bonded Thru Notary Public Underwriters		

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That BONNIE NISENBAUM, P.A., is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Lake Worth, County of Palm Beach, State of Florida has named Bonnie Nisenbaum located at 7250 S. Military Trail #102, Lake Worth, FL 33463, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

Print Name: Bonnie Nisenbaum

(Registered Agent)

04 JAN 28 PN 2: 2: SECRETARY OF STATE