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## SOLOMON & TANENBAUM, P.C.

# ATTORNEYS AT LAW 707 WESTCHESTER AVENUE, SUITE 205 WHITE PLAINS, NEW YORK 10604

(914) 289-0800 • FAX: (914) 289-1800

CLIFFORD M. SOLOMON STEVEN R. TANENBAUM 48 WEST 37<sup>71</sup> STREET, 16<sup>71</sup> FLOOR NEW YORK, NEW YORK 10018

WILLIAM V. COLEMAN \*
Admitted in NY & D.C.

November 8, 2004

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Marc Rosen Associates, Inc.

Dear Sirs, Madams:

We enclose herewith for filing the original and one copy of the articles of incorporation of Marc Rosen Associates, Inc. Also enclosed is the "transmittal letter", as well as our check in the amount of \$87.50 in payment of the filing fee, certified copy and certificate of status. A self addressed envelope is provided for your convenience in returning documents to me.

Please contact the undersigned should you require any additional information.

Steven R. Tanenbaum

SRT:sl enclosure

cc: Don Newsholme (By Fax; without enclosure)

### ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

#### ARTICLE I NAME

The name of the corporation shall be:

Marc Rosen Associates, Inc.

#### ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

2600 North Flagler Drive West Palm Beach, FL 33407

#### ARTICLE III **PURPOSE**

The purpose for which the corporation is organized is:



#### ARTICLE IV SHARES

The number of shares of stock is:

Two Hundred (200) shares, common stock

#### ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s): Marc Rosen (President, Director)

2600 North Flagler Drive

West Palm Beach, FL 33407

#### ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Marc Rosen

2600 North Flagler Drive

West Palm Beach, FL 33407

#### ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Marc Rosen

2600 North Flagler Drive

West Palm Beach, FL 33407

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent

11/5/2004 Date

Signature/Incorporator