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(Requestor's Name)

(Address)

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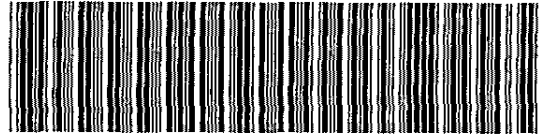
(Business Entity Name)

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05 FEB 14 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

CB 2-26

SHELDON ENGELHARD, P.A.
COUNSELLOR AT LAW

SHELDON ENGELHARD (FL & NY)

7900 GLADES ROAD, SUITE 330
BOCA RATON, FLORIDA 33434-4104
561/482-9548 • FAX 561/477-8592

1501 BROADWAY
NEW YORK, NEW YORK 10036

February 11, 2005

VIA FEDERAL EXPRESS - STANDARD

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

RE: THE KESSELMAN GROUP, INC.

Dear Sir/Madam:

We are enclosing the original and two copies of the Articles of Organization for this proposed corporation together with our check in the amount of \$78.50

The enclosed check represents the Filing Fee, Fee for the Registered Agent Designation, and one Certified Copy of the Articles of Incorporation.

Please return the original Certificate of Incorporation to our office.

Your cooperation will be appreciated.

Very truly yours,



SHELDON ENGELHARD

SE:sgb
Enclosure(s)

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APPROVED
AND
FILED

05 FEB 14 AM 9:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

THE KESSELMAN GROUP, INC.

The undersigned, subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

Corporate Name

The name of the corporation is: THE KESSELMAN GROUP, INC.

ARTICLE II

Duration

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III

Purpose

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Capital Stock

The corporation is authorized to issue Five Hundred (500) shares of no par value Common Stock, which shall be designated "Common Shares".

ARTICLE V

Initial Registered Office and Agent

The principal office, if known, or the mailing address of the corporation will be:

8058 NW 128th Lane
Parkland, FL 33076

The name and street address of the Initial Registered Agent of this Corporation is:

Sheldon Engelhard, Esq.
7900 Glades Road, Suite 330
Boca Raton, FL 33434

ARTICLE VI

Initial Officers and/or Directors

President and Director - Gerald Kesselman

Secretary - Gerald Kesselman

ARTICLE VII

Incorporators

The name and address of the incorporator signing these Articles of Incorporation is as follows:

Sheldon Engelhard, Esq.
7900 Glades Road, Suite 330
Boca Raton, FL 33434

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this 11th day of February, 2005.


SHELDON ENGELHARD

APPROVED
AND
FILED

05 FEB 14 AM 9:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

Certificate of Registered Agent

of


THE KESSELMAN GROUP, INC.

Pursuant to Florida Statutes Section 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation will be at 8058 NW 128th Lane, Parkland, FL 33076, has named Sheldon Engelhard, Esq., located at 7900 Glades Road, Suite 330, Boca Raton, FL 33434, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Law in keeping open said office.


SHELDON ENGELHARD
Registered Agent

APPROVED
AND
FILED

05 FEB 14 AM 9:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SHELDON ENGELHARD

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SHELDON ENGELHARD
Registered Agent