

**Electronic Articles of Incorporation  
For**

P06000041956  
FILED  
March 23, 2006  
Sec. Of State  
dwhite

PHILLIPS & COHEN ASSOCIATES INTERNATIONAL, CORP.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is:

PHILLIPS & COHEN ASSOCIATES INTERNATIONAL, CORP.

**Article II**

The principal place of business address:

300 NW 82ND AVENUE  
SUITE 700  
PLANTATION, FL. 33324

The mailing address of the corporation is:

695 RANCOCAS RD  
WESTAMTPON, NJ. 08060

**Article III**

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

**Article IV**

The number of shares the corporation is authorized to issue is:

100

**Article V**

The name and Florida street address of the registered agent is:

LAYN OFFENBERGER  
300 NW 82ND AVENUE  
SUITE 700  
PLANTATION, FL. 33324

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: LAYN OFFENBERGER

### **Article VI**

The name and address of the incorporator is:

HOWARD A ENDERS  
695 RANCOCAS RD

WESTAMPTON, NJ 08060

Incorporator Signature: HOWARD A ENDERS

### **Article VII**

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P  
ADAM S COHEN  
695 RANCOCAS RD  
WESTAMPTON, NJ. 08060

Title: VP  
MATTHEW M PHILLIPS  
300 NW 82ND AVENUE, SUITE 700  
PLANTATION, FL. 33324

Title: S  
HOWARD A ENDERS  
258 CHAPMAN RD, SUITE 205  
NEWARK, DE. 19702

### **Article VIII**

The effective date for this corporation shall be:

03/23/2006