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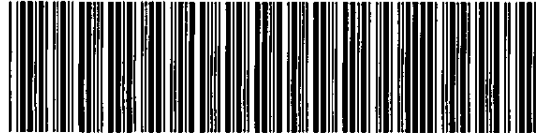
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]

COHEN. NORRIS. SCHERER WEINBERGER & WOLMER

ATTORNEYS AT LAW

January 29, 2008

JONATHAN A. BERKOWITZ
GARY J. COHAN*
FRED C. COHEN, P.A.**
GREGORY R. COHEN, P.A.
BERNARD A. CONKO[*][**]
RYAN S. COPPLE
DOMINIC S. LIBERI*
RICHARD J. MEEHAN*
ALFRED G. MORICI*
DAVID B. NORRIS, P.A.
PETER R. RAY, P.A.
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KENNETH J. SCHERER, P.A.
ADAM R. SELIGMAN
KYLE A. SILVERMAN*
ROGER C. STANTON
JAMES S. TELEPMAN***
ROBERT M. WEINBERGER, P.A.
BRENT G. WOLMER, P.A.

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

Re: Articles of Incorporation of
ELIZABETH R. BERKOWITZ, P.A.
Our File No. 9999.00124

Dear Sir/Madam:

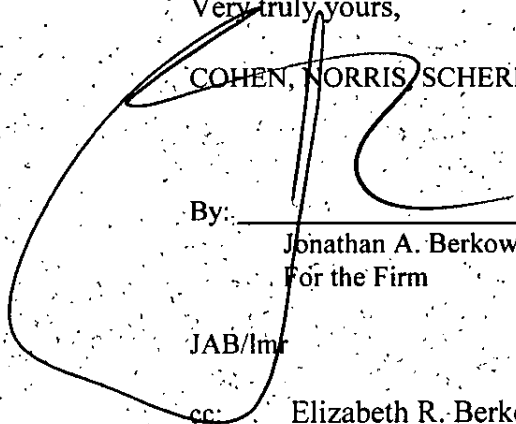
Enclosed please find the original and one (1) copy of the above referenced Articles of Incorporation. Upon filing of these articles, please return the certified copy of the Articles to the undersigned. A check in the amount of \$78.75 is enclosed in payment of the following fees:

Filing fees	\$ 35.00
Certified copy of Articles	\$ 8.75
Registered Agent Designation	<u>\$ 35.00</u>
	\$ 78.75

Your prompt assistance in this matter is greatly appreciated.

Very truly yours,

COHEN, NORRIS, SCHERER, WEINBERGER & WOLMER

By: 
Jonathan A. Berkowitz, Esquire
For the Firm

JAB/lmr

cc: Elizabeth R. Berkowitz, Esquire

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

712 U.S. HIGHWAY ONE • SUITE 400 • P.O. BOX 13146 • NORTH PALM BEACH, FLORIDA 33408-7146

TELEPHONE: (561) 844-3600 • FACSIMILE: (561) 842-4104

**ARTICLES OF INCORPORATION
OF
ELIZABETH R. BERKOWITZ, P.A.**

THE UNDERSIGNED incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - Name and Address

The name of this Corporation is: ELIZABETH R. BERKOWITZ, P.A., and the principal place of business and mailing address is 5100 PGA Boulevard, 2nd Floor, Palm Beach Gardens, Florida 33418.

ARTICLE II - Commencement and Duration

This Corporation shall commence on the **DATE OF FILING** of these Articles and the duration of this Corporation is perpetual.

ARTICLE III - Purpose

The general purpose of this corporation is to engage in every aspect of the business of rendering the same professional services to the public that an attorney, duly licensed under the laws of the State of Florida, is authorized to render.

ARTICLE IV - Stock

The aggregate number of shares which this Corporation shall have authority to issue is 7,500 shares of common voting stock at \$1.00 par value per share. Fully-paid stock of this Corporation shall not be liable to any further call or assessment. The sum of the par value of all shares of capital stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time. To the extent consideration in excess of the par value of such shares, if any, is received for such shares, such excess consideration shall constitute capital surplus.

The shareholders shall only be other professional corporations, professional limited liability companies, or individuals who themselves are duly licensed or otherwise legally authorized to render the same professional legal services as the corporation.

ARTICLE V - Amendment

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a Shareholders meeting called for that purpose.

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ARTICLE VI - Initial Office and Agent

The street address of this Corporation's initial registered office in Florida is 712 U.S. Highway One, Suite 400, North Palm Beach, Florida 33408, and the name of its initial registered agent at that address is JONATHAN A. BERKOWITZ.

ARTICLE VII - Incorporator

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
ELIZABETH R. BERKOWITZ	5100 PGA Boulevard, 2 nd Floor Palm Beach Gardens, Florida 33418.

ARTICLE VIII

Common Directors - Transactions Between Corporations

No contract or other transaction between this Corporation and one or more of its Directors or any other corporation, firm, association or entity in which one or more of its Directors are directors or officers or are financially interested, shall either be void or voidable because of such relationship or interest, if: (a) the fact such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contractor transaction by vote or consent sufficient for the purpose without counting the votes or consents of such interested Director; or (b) the fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or (c) the contract is fair and reasonable to the Corporation.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes, approves or ratifies such contract or transaction.

ARTICLE IX - By-Laws

The By-Laws of the Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Shareholders at any meeting thereof.

DATED this 29th day of January, 2008.



ELIZABETH R. BERKOWITZ,
Incorporator

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

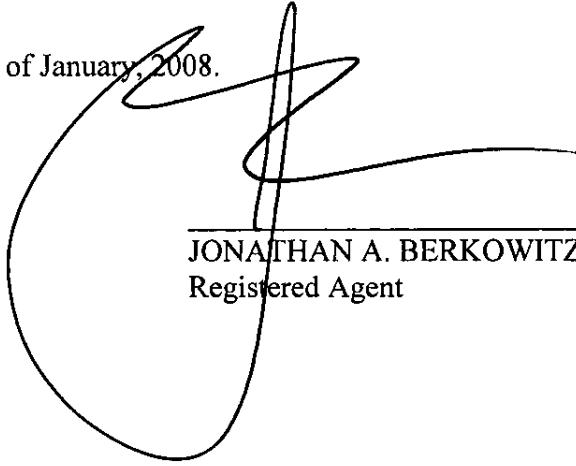
The following is submitted pursuant to 48.091(1) and 607.0501, Florida Statutes:

ELIZABETH R. BERKOWITZ, P.A., desiring to organize under the laws of the State of Florida, being in the County of Palm Beach at 5100 PGA Boulevard, 2nd Floor, Palm Beach Gardens, Florida 33418, has named JONATHAN A. BERKOWITZ, located at 712 U.S. Highway One, Ste 400, North Palm Beach, FL 33408, as its initial Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the initial registered office of the Corporation in this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the Corporation open from 10:00 a.m. to noon each day, except Saturdays, Sundays and legal holidays, and to post therein a sign designating the name of the Corporation and the name of its Registered Agent.

DATED this 29th day of January, 2008.



JONATHAN A. BERKOWITZ,
Registered Agent

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TALLAHASSEE, FLORIDA

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