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|-------------------|--|---------------|
| CORPORATION NAM | IE(s) & DOCUMENT NUMBER(s) (if known): | |
| 1. (C/K) / | Panagement Corporation, 711 | |
| 2. | on Name) (Document #) | |
| (Corporati | on Name) (Document #) | |
| 3. (Corporati | on Name) (Document #) | |
| 4. (Comprat | on Name) (Document #) ck up time Certified Copy | |
| | on Name) (Document #) (Document #) Ck up time Certified Copy /ill wait Photocopy Certificate of Status | |
| NEW FILINGS | AMENDMENTS | |
| ✓ Profit | Amendment | |
| NonProfit | Resignation of R.A., Officer/Director | |
| Limited Liability | Change of Registered Agent | |
| Domestication | Dissolution/Withdrawal | |
| Other | Merger JUN 1 3 1993 BSB | |
| OTHER FILINGS | * REGISTRATION/ | |
| Annual Report | QUALIFICATION | |
| Fictitious Name | Foreign | |
| Name Reservation | Limited Partnership | |
| | Reinstatement | |
| | Trademark Examiner's Initials | |
| | Other | |

CR2E031(10/92)

ARTICLES OF INCORPORATION 95 JUN -5 AH 10: 36 COHEN MANAGEMENT CORPORATION OF COHEN MANAGEMEN

THE UNDERSIGNED SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY FORMS A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE 1

THE NAME OF THE CORPORATION IS

COHEN MANAGEMENT CORPORATION III

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS.

TO ENGAGE IN THE TRANSACTION OF ANY AND ALL BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THIS STATE

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS FIVE HUNDRED (500) SHARES OF COMMON STOCK, HAVING A PAR VALUE OF ONE (\$1,00) DOLLAR.

ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS IS TWO HUNDRED AND FIFTY (\$250 00) DOLLARS.

ARTICLE Y

THE INITIAL POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION, IN THE STATE OF FLORIDA

2400 N W 118 TERRACE CORAL SPRINGS, FL 33065

ARTICLE VI

THE INITIAL REGISTERED AGENT FOR THE CORPORATION IS:

SCOTT R COHEN

THE INITIAL ADDRESS OF THE REGISTERED AGENT IS:

2400 N W 118 TERRACE CORAL SPRINGS, FL 33065

ARTICLE VII

THE STOCKHOLDERS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE OF THIS CORPORATION TO ANY OTHER ADDRESS IN FLORIDA.

ARTICLE VIII

THIS CORPORATION SHALL HAVE AT LEAST ONE (I) DIRECTOR, BUT THE NUMBER OF DIRECTORS MAY BE INCREASED FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAN ONE (I).

ARTICLE IX

THE NAME AND POST OFFICE ADDRESS OF THE FIRST BOARD OF DIRECTORS AND OFFICERS IS:

NAME ADDRESS OFFICE

SCOTT R COHEN 2400 N W 118 TERRACE PRES/SEC/TREAS

CORAL SPRINGS, FL 33065

ARTICLEX

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN A MANNER PROVIDED BY LAW.

EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM

TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDERS MEETING, BY A MAJORITY OF

THE STOCK ENTITLED TO VOTE THEREON.

SCOTT R COHEN

STATE OF FLORIDA (COUNTY OF BROWARD)

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED. SCOTT R COHEN, TO ME KNOWN TO BE THE PERSON DESCRIBED AS SUBSCRIBER, AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION AND ACKNOWLEDGES BEFORE ME THAT HE SUBSCRIBED TO THESE ARTICLES OF INCORPORATION

WITNESS MY HAND AND OFFICIAL SEAL, IN THE COUNTY AND STATE NAMED ABOVE, THIS

30 DAY OF May 1995

NOTARY PUBLIC STATE OF FLORIDA

OFFICIAL STRARYS /
HELENA N., TO OBER
NOTABLE PLACE STATE OF
COMMISSION SERVER
MY COMMISSION LATE SE

CERTIFICATE OF REGISTERED RESIDENT AGENT

IN PURSUANCE OF CHAPTER 48 091, FLORIDA STATUTES THE FOLLOWING IS SUBMITTED WITH SAID ACT: FIRST THAT COHEN MANAGEMENT CORPORATION III, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION, IN 1925 COUNTY OF BROWARD, STATE OF FLORIDA, HAS NAMED

SCOTT R COHEN 2400 N W 118 TERRACE CORAL SPRINGS, FL 33065

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT

HAVING BEEN MADE TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION.

AT PLACE DESIGNATED, IN THIS CERTIFICATE, THEREBY ACCEPT TO ACT IN THIS CAPACITY.

AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT, RELATIVE TO KEEPING OPEN SAID OFFICE.

SCOTT R COHEN