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Verifier

Acknowledgment

W.P. Verifier

SUSAN J. BROTMAN, P.A.

LAW OFFICES

GREAT WESTERN BLDG., SUITE 301 555 NORTH CONGRESS AVENUE BOYNTON BEACH, FLORIDA 33426 Telephone (407) 732-2982 Fax. No. (407) 734-0271 LAKE WYMAN PLAZA, SUITE 314
2424 NORTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33431
Telephone (407) 338-0906
Fax. No. (407) 338-9199
PLEASE REPLY TO BOCA RATON

February 16, 1996

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

RE: KS MANAGEMENT GROUP, INC.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-captioned entity, along with my check in the amount of \$122.50 which includes your Filing Fee (\$35 each), Designation of Registered Agent (\$35 each), and the return of a Certified Copy (\$52.50 each). Please return a certified copy to the undersigned at your earliest convenience.

Your cooperation is greatly appreciated.

Very truly yours

SUSAN/I. BROTMAN

SJB:pj

Enclosures

ARTICLES OF INCORPORATION

OF

KS MANAGEMENT GROUP, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

KS MANAGEMENT GROUP, INC.

ARTICLE II PRINCIPAL OFFICE

FILED
96 FEB 23 AH S: 55
1ALLAHASSEE, FLORIDA,

The principal place of business or mailing address of this corporation shall be:

2424 N. Federal Hway., #314 BOCA RATON, FL 33431

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares common stock at \$1.00 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS\DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Eric Koff 251 W. DcKald Pike King of Prussia, PA 19406

David Singer 2478 NW Savier, #3 Portland, OR 97210

Owen Koff 1144 Seagull Lane Cherry Hill, NJ 08003

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Owen Koff 1144 Seaguli Lane Cherry Hill, NJ 08003

ARTICLE VII REGISTERED AGENT & REGISTERED OFFICE

The name and address of the initial registered agent and the initial principal registered office of the corporation is:

Susan J. Brotman 2424 N. Federal Hway, #314 BOCA RATON, FL 33431

ARTICLE VIII INDEMNIFICATION

This corporation shall indemnify its officers and directors to the fullest extent permitted by law now or hereafter.

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this ______ day of February, 1996.

Signature(s) of Incorporator(s)

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0505 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

KS MANAGEMENT GROUP, INC.

2. The name and address of the registered agent and office is:

Susan J. Brotman

2424 N. Federal Hway, #314

BOCA RATON, FL 33431

Signature (corporate office) Order Fair

Title 5/7

Date 2/14/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

Signature

Date_/