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RECEIVED  
DIVISION OF REVENUE  
SEP 15 1996

David Kohn  
7649 Mount Carmel Drive  
Orlando, FL 32835

September 10, 1996

Secretary of State  
Bureau of Corporations  
PO BOX 6327  
Tallahassee, FL 32314

500001949265  
-09/17/96--01111--001  
\*\*\*122.50 \*\*\*122.50

Re: New Corporation - Kohn Consultants

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for KOHN CONSULTANTS CO. which have been revised pursuant to your instructions. Enclosed also find a check made payable to the Secretary of State in the amount of One Hundred Twenty-Two and 50/100 Dollars (\$122.50) representing the filing fee.

Please file the articles and return one copy to me for my records in the stamped, self-addressed envelope provided for your convenience. If you have any questions please call me at: (407) 578-5225.

Thank you for your attention to this matter.

Very Sincerely,

David Kohn

Enclosures

BROWN SEP 18 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 27, 1996

DAVID KOHN  
7649 MOUNT CARMEL DRIVE  
ORLANDO, FL 32835

SUBJECT: KOHN CONSULTANTS  
Ref. Number: W96000017990

We have received your document for KOHN CONSULTANTS, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The corporation may not be its own incorporator. Please correct Article VII.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 196A00040583

ARTICLES OF INCORPORATION  
OF  
KOHN CONSULTANTS, CO.

SECRET  
DIVISION OF INVESTIGATION  
FILED  
SEP 16 AM 8:52

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name and initial address of this corporation shall be:

KOHN CONSULTANTS, CO.  
7649 MOUNT CARMEL DRIVE  
ORLANDO, FL 32835

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares Authorized	Per Share Par Value	Class of Stock
50	\$1.00	Common

All of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash; at just valuation to be fixed by the Board of Directors of this corporation.

Upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, every stockholder of this corporation shall be the preemptive right to purchase his pro rata share thereof at the price at which it is offered to others, whether or not in excess of par. Fractional shares need not be issued on account of this provision.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

#### ARTICLE V

The initial registered office of this corporation shall be at 7649 Mount Carmel Drive, Florida, 32835, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be DAVID KOHN.

#### ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

The names and addresses of the first Directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

President: DAVID KOHN

Secretary/Treasurer: DAVID KOHN

#### ARTICLE VII

The name and address of the incorporator is:

DAVID KOHN  
7649 MOUNT CARMEL DRIVE  
ORLANDO, FL 32835

#### ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors of a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and affect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE XI

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

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 11th day of September, 1996.


  
\_\_\_\_\_  
DAVID KOHN

STATE OF FLORIDA       )  
                              ) ss:  
COUNTY OF ORANGE    )

BEFORE ME, the undersigned authority, personally appeared David Kohn who is personally known to me or who has produced Personally known as identification, and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid on this 11th day of September, 1996.

My commission expires:

  
NOTARY PUBLIC, State of Florida

(Print Name)



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

In compliance with the laws of Florida, the following is  
submitted:

Kohn Consultants, Co. desiring to organize under the laws  
of the State of Florida, has named DAVID KOHN, 7649 Mount Carmel  
Drive, City of Orlando, County of Orange, State of Florida, 32835,  
as its statutory registered agent.

Having been named the statutory agent of the above  
corporation at the place designated in this certificate, I hereby  
accept the same and agree to act in this capacity, and agree to  
comply with the provisions of Florida law relative to keeping the  
registered office open.

DAVID KOHN 

Dated: September 10, 1996

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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