

P96000083914

SAMPLE LETTER OF TRANSMITTAL

Date 10/2/96

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 OCT -7 AM 8:53

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Cohen & Cramer, Incorporated
(name of corporation)

500001967175
-10/08/96--01057--014
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Maail R. Ch mac
(individual's name)

Cohen and Cramer, Incorporated
(name of corporation)

MAILING ADDRESS OF CORPORATION		
6899 Viento Way		
Boca Raton FL		
33433	PHONE	
(561)	488-2896	
Area Code	Number	Ext.

10/11

ARTICLES OF INCORPORATION

Cohen & Cramer ^{of} Incorporated
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Cohen & Cramer, Incorporated

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares () of _____
Dollar(s) (\$ 1) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Mark A. Cohen</u>		
ADDRESS	<u>6899 Viento Way</u>		
CITY	<u>Boca Raton</u>	FLORIDA	ZIP <u>33433</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Mark A. Cohen</u>		
ADDRESS	<u>6899 Viento Way</u>		
CITY	<u>Boca Raton</u>	FLORIDA	ZIP <u>33433</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have _____ () directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Mark A. Cohen</u>		
ADDRESS	<u>6899 Viento Way</u>		
CITY	<u>Boca Raton</u>	STATE <u>FL</u>	ZIP <u>33433</u>
NAME	<u>Steven M. Cramer</u>		
ADDRESS	<u>4601 N.W. 26th Way</u>		
CITY	<u>Boca Raton</u>	STATE <u>FL</u>	ZIP <u>33434</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

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DIVISION
OF
CORPORATIONS
JAN 8 8:53 AM
TALLAHASSEE

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	MARK A. COHEN		
ADDRESS	6899 VINTO Way		
CITY	Boca Raton	STATE	FL ZIP 33433
NAME	STEVEN M. CRAMER		
ADDRESS	4601 NW. 26th Way		
CITY	Boca Raton	STATE	FL ZIP 33434
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of October, 1996.


 _____ (Seal)


 _____ (Seal)

_____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

Cohen & Cramer, Incorporated
(name of corporation)

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Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 6899 Viento Way, Boca Raton
Florida 33433

has named Mark A. Cohen
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Mark A. Cohen
(registered agent)