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GERALD WEINBERG, INC.  
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Albany, New York 12207

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FILED  
96 OCT 29 PM 12:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OCTOBER 28, 1996

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

500001989465--3  
-10/29/96--01149--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: KATZ LEGAL SERVICES GROUP, INC.

Dear Sir or Madam:

Enclosed please find proposed Certificate of Incorporation of the above entitled corporation. Please file the original and return confirmation of the filing to this office in the prepaid Federal Express envelope enclosed.

Also enclosed please find my firm's check in the amount of \$70.00 as and for the filing fee in connection with the above.

Your prompt attention and consideration are greatly appreciated.

Very truly yours,

*Lawrence A. Kirsch*

Lawrence A. Kirsch

*PK*  
*10/31/96*

FILED

ARTICLES OF INCORPORATION

96 OCT 29 PM 12:21

KATZ LEGAL SERVICES GROUP, INC. SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation is KATZ LEGAL SERVICES GROUP, INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: Two Hundred, (200), all of which shall be without par value.

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

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

Joshua R. Katz  
4015 Palm Aire Drive West  
Building 104, Apt. 405  
Pompano Beach, Florida 33060

ARTICLE VI PRINCIPAL MAILING ADDRESS

The principal mailing address of the corporation shall be:

4015 Palm Aire Drive West  
Building 104, Apt. 405  
Pompano Beach, Florida 33060

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

Lawrence A. Kirsch  
90 State Street  
Albany, New York 12207

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of October, 1996.

Lawrence A. Kirsch  
LAWRENCE A. KIRSCH

STATE OF NEW YORK)  
COUNTY OF ALBANY ) SS.:

The foregoing instrument was acknowledged and sworn to me before this 28th day of October, 1996 by the incorporator of KATZ LEGAL SERVICES GROUP, INC.

Wendy J. Henderson  
Notary Public  
My Commission Expires:

WENDY J. HENDERSON  
Notary Public, State of New York  
No. 01HE5031008  
Qualified in Albany County  
Commission Expires July 25, 1998

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

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Pursuant to the provisions of sections 607.0501 or 617.0501, 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: KATZ LEGAL SERVICES GROUP, INC.

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

Joshua R. Katz

(Name)

4015 Palm Aire Drive W., Bldg 104, Apt. 405

(P.O. Box NOT acceptable)

Pompano Beach, FL 33060

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE

DATE

10/24/96

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CR28013(6/92)

P.01/01

FAX NO. 51849630079

GERALD WEINBERG ATTY

OCT-24-96 THU 14:27