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JOHN WHITE II
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January 29, 1997

VIA FEDERAL EXPRESS

Secretary of State

Division of Corporations

P.O. Box 6327

Tallahassee, Florida 32301

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-02/11/97--01120--019
****122.50 ****122.50

Re: JANET FONK & ASSOCIATES, INC.

Dear Sir or Madam:

Enclosed herewith for filing is the original Articles of Incorporation and Acceptance of Registered Agent for the above referenced corporation, together with a check payable to "Secretary of State" in the amount of \$122.50 in payment of the following:

Filing Fee	\$ 52.50
Certified Copy	35.00
Registered Agent Filing Fee	35.00
Total	\$122.50

Should you have any questions regarding the filing of this document, please do not hesitate to contact me directly at (561) 471-3520.

Very truly yours,

NASON, GILDAN, YEAGER, GERSON &
WHITE, P.A.

Georgina J. Popham
Legal Assistant

Enclosures: Check
Articles
cc: Jeffrey B. Kahn, Esq.

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New Profit
Sf 2/7/97

ARTICLES OF INCORPORATION

OF

JANET FONK & ASSOCIATES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JAN 31 AM 11:14

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be:

JANET FONK & ASSOCIATES, INC.

ARTICLE II

ADDRESS

The address of the principal office of the corporation is:

8639 Thousand Pines Drive
West Palm Beach, Florida 33411

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 7,500 shares of Common Stock at \$1.00 par value.

ARTICLE IV

INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this Corporation shall be:

Jeffrey B. Kahn, Esquire
1645 Palm Beach Lakes Boulevard, Suite 1200
West Palm Beach, Florida 33401

ARTICLE V

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors. The number of directors of the corporation shall be established and regulated by the Bylaws.

ARTICLE VI

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

Name

Street Address

Jeffrey B. Kahn, Esquire

1645 Palm Beach Lakes Boulevard
Suite 1200
West Palm Beach, FL 33401

ARTICLE VII

DIRECTOR

The name and address of the individual who is to serve as the initial director of this Corporation is:

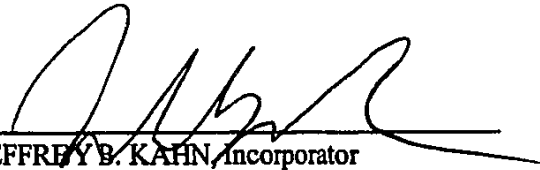
Name

Street Address

JANET FONK

8639 Thousand Pines Drive
West Palm Beach, FL 33411

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at West Palm Beach, Florida, for the uses and purposes aforesaid, this 29th day of January, 1997.


JEFFREY B. KAHN, incorporator

DESIGNATION AND ACCEPTANCE

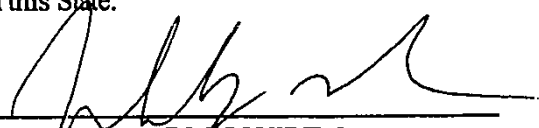
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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OF

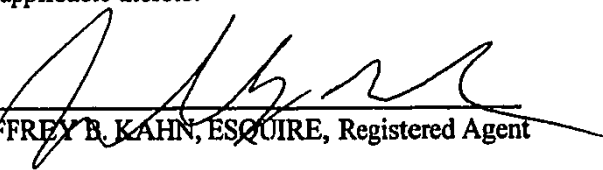
REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, JANET FONK & ASSOCIATES, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered agent's office as indicated therein at 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, Florida 33401, has named JEFFREY B. KAHN, ESQUIRE, located thereat as its registered agent to accept service of process within this State.

By: 

JEFFREY B. KAHN, ESQUIRE, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby consent to and accept the appointment to act in this capacity, acknowledge that I am familiar with and accept the obligations of a registered agent and agree to comply with the laws of Florida applicable thereto.

By: 

JEFFREY B. KAHN, ESQUIRE, Registered Agent