

P.97000028329



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 311260 10811A

AUTHORIZATION :

COST LIMIT : \$122.50

*Patricia P. Smith*

ORDER DATE : March 28, 1997

ORDER TIME : 9:46 AM

ORDER NO. : 311260-005

CUSTOMER NO: 10811A

4000002126934--1

CUSTOMER: Mr. David Kron  
DONALD C. SIDER & ASSOCIATES,  
P.A.  
150 East Boca Raton Road

Boca Raton, FL 33432

DOMESTIC FILING

NAME: MOSKOWITZ MANAGEMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 MAR 28 AM 11:45  
STATE  
TALLAHASSEE, FLORIDA

8N MAR 28 1997.

**ARTICLES OF INCORPORATION**

**OF**

**MOSKOWITZ MANAGEMENT, INC.**

**FILED**  
97 MAR 28 AM 11:45  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be:

MOSKOWITZ MANAGEMENT, INC.

**ARTICLE II**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**

The maximum number of shares which the corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$1.00 per share, divided into two classes, the designation of each such class being as follows:

- A. 1,000 shares of Class A Common Stock; and
- B. 9,000 shares of Class B Common Stock.

All of said shares (without regard to class) shall have equal preferences, limitations and relative rights, including rights to distribution and liquidation proceeds, except that with respect to all matters coming before the shareholders for a vote of the shareholders (a) holders of Class B Common Stock shall not be entitled to vote, individually or as a class, and (b) a holder of Class A Common Stock shall be entitled to cast one vote per such share.

#### ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

Donald C. Sider  
150 East Boca Raton Road  
Boca Raton, Florida 33432

#### ARTICLE VI

This corporation shall have three directors initially. The name and address of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office is:

David Moskowitz  
20339 Lookout Place  
Escondido, CA 92067-5507

Richard S. Moskowitz  
4143 Via Marina, #211  
Marina Del Rey, CA 90292

Richard M. Moskowitz  
43 Holbrook St.  
Jamaica Plain, MA 02130

The number of directors may be increased or decreased from time to time pursuant to the By-Laws of the corporation, but shall not be less than one.

**ARTICLE VII**

The name and address of the incorporator of the corporation is:

Donald C. Sider  
150 East Boca Raton Road  
Boca Raton, Florida 33432

**ARTICLE VIII**

The mailing address of the corporation is:

150 East Boca Raton Road  
Boca Raton, Florida 33432

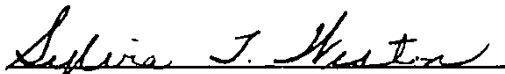
Executed at Boca Raton, Florida, this 27 day of March, 1997.



DONALD C. SIDER, Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 27 day of March, 1997, by DONALD C. SIDER. He is personally known to me and did not take an oath.

  
Notary Public  
(SEAL)



SYLVIA T. WESTON  
MY COMMISSION # CC390855 EXPIRES  
October 22, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of MOSKOWITZ MANAGEMENT, INC.,  
the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 21 day of March, 1997.



\_\_\_\_\_  
DONALD C. SIDER, Registered Agent

FILED  
97 MAR 28 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA