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ACCOUNT NO. : 072100000032

REFERENCE 722751, 4361084

AUTHORIZATION : *Patricia Pzyts*

COST LIMIT : \$ 70.00

ORDER DATE : February 27, 1998

ORDER TIME : 3:36 PM

ORDER NO. : 722751-005

CUSTOMER NO: 4361084

300002444723--4

CUSTOMER: Christine James, Legal Asst
HOROWITZ, MENCHER, KLOSOWSKI,
NESTLER & SCOPE, P.C.
595 Stewart Avenue
Suite #710
Garden City, NY 11530

DOMESTIC FILING

NAME: LAWRENCE RASKIN FAMILY HOLDING
CORP.

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: Karen B. Rozar

EXAMINER'S INITIALS:

[Handwritten initials]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR-2 AM 9:25

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98 MAR-2 PM 4:19
DIVISION OF CORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -2 AM 9:25

ARTICLES OF INCORPORATION
OF

LAWRENCE RASKIN FAMILY HOLDING CORP.

Under Section 607.0202 of the Florida Business Corporation Act.

The undersigned, being a natural person of at least 18 years of age and acting as the incorporator of the corporation hereby being formed under the Florida Business Corporation Act, certifies that:

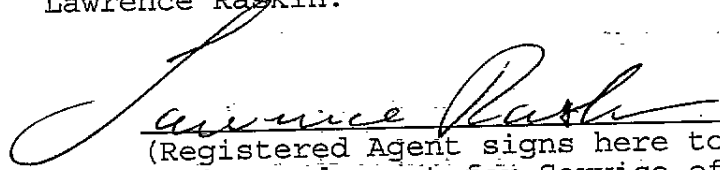
FIRST: The name of the corporation is:

LAWRENCE RASKIN FAMILY HOLDING CORP.

SECOND: The street address of the initial principal office of the corporation is 5438 Pennock Point Road, Jupiter, Florida 33458.

THIRD: The corporation is authorized to issue two hundred (200) shares of common stock, each of which is without par value, and all of which are of the same class.

FOURTH: The street address of the corporation's initial registered agent is 5438 Pennock Point Road, Jupiter, Florida 33458 and the name of the initial registered agent at that office is Lawrence Raskin.



(Registered Agent signs here to accept designation as registered agent for Service of Process)

FIFTH: The name and address of each incorporator is Christine M. James, c/o Horowitz, Mencher, Klosowski, Nestler, & Scope, P.C., 595 Stewart Avenue, Suite 710, Garden City, New York 11530.

SIXTH: The name and address of the initial director is Lawrence Raskin, 5438 Pennock Point Road, Jupiter, Florida 33458.

SEVENTH: The corporation is being formed for the following purpose or purposes:

To engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act, provided that the corporation is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained.


EIGHTH: The duration of the corporation is to be perpetual.

NINTH: The corporation shall, to the fullest extent permitted under the Florida Business Corporation Act, as same may be amended and supplemented from time to time, indemnify any and all persons whom it shall have the power to indemnify thereunder from and against any and all of the expenses, liabilities, or other matters referred to in or covered by the Business Corporation Act, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which any person may be entitled under any By-Law, resolution of shareholders, resolution of directors, agreement, or otherwise, as permitted by the Business Corporation Act, as to action in any capacity in which he served at the request of the corporation.

TENTH: The personal liability of the directors of the corporation is eliminated to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as same may be amended and supplemented from time to time.

ELEVENTH: Except as may otherwise be specifically provided in this Articles of Incorporation, no provision hereof is intended by the corporation to be construed as limiting, prohibiting, denying or abrogation any of the general or specific powers or rights conferred under the Florida Business Corporation Act upon the Corporation, upon its directors, officers and other corporate personnel, including, in particular, the power of the corporation to furnish indemnification as the same are conferred by the Florida Business Corporation Act.

IN WITNESS WHEREOF, this Certificate has been subscribed to this 12th day of February, 1998 by the undersigned who affirms that the statements made herein are true under the penalties of perjury.


Christine M. James, Sole Incorporator
Horowitz, Mencher, Klosowski,
Nestler, & Scope, P.C.
595 Stewart Avenue
Suite 710
Garden City, New York 11530
(516) 222-2345

FILED
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DIVISION OF CORPORATIONS
98 MAR -2 AM 9:25