

LAW OFFICES  
**SCOTT E. COHN**  
4520 N.E. 18TH AVENUE  
SUITE 101  
FT. LAUDERDALE, FL 33334

TELEPHONE: (954) 771-8787  
FAX: (954) 771-5557

P 980000092785  
October 27, 1998

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

600002676486--4  
-10/30/98--01025--021  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

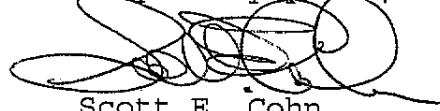
Re: SCOTT E. COHN, P.A.

Dear Sir or Madam:

Enclosed herewith please find one original and two copies of Articles of Incorporation for the above referenced corporation and a check in the amount of \$122.50, representing the fees for filing, obtaining a certified copy and registered agent designation.

Please have one of these copies stamped as received and returned to my office. A self-addressed postage stamped envelope is enclosed for your convenience. Should you have any questions with regard to this filing, please do not hesitate to call.

Very truly yours,



Scott E. Cohn

SEC/slc

Enclosures

FILED  
98 OCT 30 PM 12:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11/6/98  
[Handwritten initials]

ARTICLES OF INCORPORATION OF

SCOTT E. COHN, P.A.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, THE UNDERSIGNED, hereby associate for the purpose of becoming a Corporation for profit under the laws of the State of Florida, and do hereby certify that I have organized such Corporation under and pursuant to the following Articles of Incorporation:

ONE: The name of the corporation is SCOTT E. COHN, P.A.

TWO: The principal office and mailing address of the corporation is:

4520 NE 18th Ave., Suite 101  
Ft. Lauderdale, FL 33334

THREE: The corporation shall have perpetual existence, unless sooner dissolved according to law. the date when corporate existence shall commence is upon the filing of these Articles of Incorporation by the Department of State, State of Florida.

FOUR: The exclusive purpose for which this Corporation is initially organized and the general nature of the business to be transacted by said Corporation shall be and is as follows:

To engage in the profession of the practice of law or to perform the services of an Attorney at Law.

FIVE: The aggregate number of shares which this Corporation shall have authority to issue shall be a total of ONE HUNDRED (100) SHARES, par value common, with a par value of ONE (0.01) CENT per share.

SIX: The street address of its initial registered agent

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office is 4520 NE 18th Ave., Suite 101, Ft. Lauderdale, Florida 33334. The name of its initial registered agent at such office is SCOTT E. COHN.

SEVEN: The number of directors constituting the Board of Directors shall be one. Thereafter, the Board of Directors may be expanded. The name and address of each person who is to serve as a member of the initial Board of Directors is:

SCOTT E. COHN  
4520 NE 18th Ave., Suite 101  
Ft. Lauderdale, Florida 33334

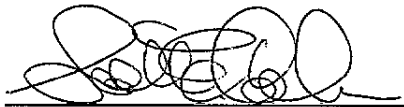
EIGHT: The name and address of each Incorporator is:

SCOTT E. COHN  
4520 NE 18th Ave., Suite 101  
Ft. Lauderdale, Florida 33334

NINE: The Officers of this Corporation shall be a President, a Vice-President, a Secretary and a Treasurer and such other officers or agents as may be deemed necessary. All agents and officers shall be chosen in such manner, hold their offices for such terms and have such powers and duties as may be prescribed by the By-Laws as determined by the Board of Directors.

TEN: These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I, the undersigned, subscribing incorporator, have hereunto set my hand and seal this 27th day of October, 1998, and hereby make and file, in the office of the Secretary of State of the State of Florida, these ARTICLES OF INCORPORATION and certify that the facts herein stated are true.

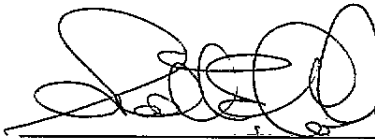


SCOTT E. COHN

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

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 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.

Dated this 27th day of October, 1998.



SCOTT E. COHN

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TALLAHASSEE, FLORIDA