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LAW OFFICES
ANTHONY G. COLEMAN, JR., P.A.

6194 North Federal Highway
Boca Raton, Florida 33487

(561) 998-5281

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DECEMBER 18, 1998

STATE OF FLORIDA
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32301

100002718641--9
-12/22/98--01032--011
*****70.00 *****70.00

RE: NEW CORPORATE FILINGS

DEAR SIR/MADAM:

ENCLOSED PLEASE FIND ONE (1) SET OF DULY EXECUTED ARTICLES OF INCORPORATION FOR KAPLAN CORPORATION, DUPLICATE OF SAME AND PAYMENT IN THE AMOUNT OF \$70.00. PLEASE TAKE NOTICE OF THE EFFECTIVE DATE (JANUARY 1, 1999) OF THE ENCLOSED ARTICLES.

AFTER FILING SAME AND ISSUING CERTIFICATE OF INCORPORATION, PLEASE FORWARD THE DATE STAMPED COPIES AND CHARTERS TO:

ANTHONY G. COLEMAN, JR., P.A.
6194 NORTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33487

SINCERELY,

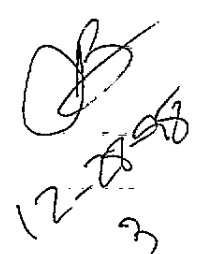

ANTHONY G. COLEMAN, JR., ESQ.

EFFECTIVE DATE
1-99

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 DEC 22 AM 10:43

FILED


12-22-98
3

EFFECTIVE DATE
1-1-99

**ARTICLES OF INCORPORATION
OF
KAPLAN CORPORATION**

FILED
98 DEC 22 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

KAPLAN CORPORATION

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :
**1311 NORTH 25 AVENUE
HOLLYWOOD, FLORIDA 33020**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
**ANTHONY G. COLEMAN, JR.
1311 NORTH 25 AVENUE
HOLLYWOOD, FLORIDA 33020**

ARTICLE V EFFECTIVE DATE

The effective date of these Articles of Incorporation is and shall be January 1, 1999.

These Articles of Incorporation Prepared By:
Anthony G. Coleman, Jr., Esq.
6194 North Federal Highway
Boca Raton, Florida 33487
(561) 998-5281
Florida Bar Number 368563

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:

**ANTHONY G. COLEMAN, JR.
1311 NORTH 25 AVENUE
HOLLYWOOD, FLORIDA 33020**

The undersigned has (have) executed these Articles of Incorporation this date: **DECEMBER 18, 1998**




ANTHONY G. COLEMAN, JR., Incorporator

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

Pursuant to the provisions of section 607.0501, 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: **KAPLAN CORPORATION**
2. The name and address of the registered agent and office is: **ANTHONY G. COLEMAN, JR.
1311 NORTH 25 AVENUE
HOLLYWOOD, FLORIDA 33020**

SIGNATURE 
TITLE: **INCORPORATOR**

DATE: DECEMBER 18, 1998

FILED
98 DEC 22 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named Registered Agent 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.



Registered Agent

DECEMBER 18, 1998

Date