

LAW OFFICE OF
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ADMITTED FLORIDA BAR
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May 5, 1999

Department of State
Division of Corporations
409 E. Gain Street
Tallahassee, Florida 32399

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-05/20/99--01089--018
*****70.00 *****70.00

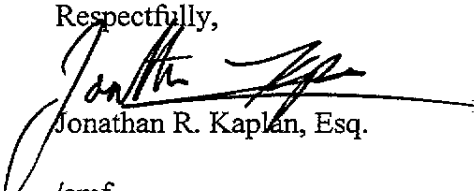
Re: Kaplan & Hutchinson, PA

Dear Sir/Madame:

Enclosed herein please find a check in the amount of \$70.00, which represents payment for the Articles of Incorporation and payment for the registered agent. Upon filing please mail a copy of the articles to the above listed address.

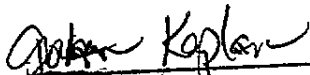
Thank you for your attention to this matter.

Respectfully,


Jonathan R. Kaplan, Esq.

/amf
Enclosure

FILED
99 MAY 20 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

 GAVE
AUTHORIZATION BY PHONE TO
CORRECT purpose Auth. \$
DATE 5-25-99
DOC. EXAM CB

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5-25-99
4

ARTICLES OF INCORPORATION

OF

**Kaplan & Hutchinson, PA
a Florida Corporation**

FILED
99 MAY 20 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a for profit business corporation.

ARTICLE I - NAME

The name of the corporation is **Kaplan & Hutchinson, PA** (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The corporation is formed to engage in any activity permitted under the laws of the State of Florida. For the purpose of the Practice of Law.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 100 shares of Common Stock, par value \$.01 per share.

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 301 Clematis Street, Suite 3000, West Palm Beach, Florida 33401; and the name of the initial registered agent of the Corporation at that address is Ana Maria Fernandez.

ARTICLE V - MAILING ADDRESS

The mailing address of the Corporation is 301 Clematis Street, Suite 3000, West Palm Beach, Florida 33401.

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

The Corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, and/or pursuant to Chapter 607, Florida Statutes, but shall never be less than one. The name and address of the initial directors and their office of this Corporation are as follows:

Jonathan R. Kaplan, President
F.C. Hutchinson, Vice President
301 Clematis Street, Suite 3000
West Palm Beach, FL 33401

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

F.C. Hutchinson, Vice President
301 Clematis Street, Suite 3000
West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4th day of May, 1999.


F.C. Hutchinson, Vice President

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

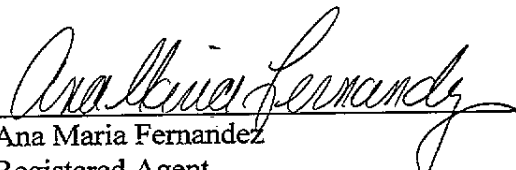
WITNESSETH:

That **Kaplan & Hutchinson, PA**, desiring to organize under the laws of the State of Florida,
has named Ana Maria Fernandez, 301 Clematis Street, Suite 3000, West Palm Beach, Florida 33401,
as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation at
the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to
comply with the provisions of all statutes relative to the proper and complete performance of my
duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 4th day of May, 1999.


Ana Maria Fernandez
Registered Agent

FILED
99 MAY 20 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA