



THE UNITED STATES  
CORPORATION  
COMPANY

P99000050877

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99 JUN -1 AM 10:05

ACCOUNT NO. : 072100000032

REFERENCE : 257592 4384006

AUTHORIZATION :

COST LIMIT : \$70.00 78.75 Per Lynn CSC-

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : May 28, 1999

ORDER TIME : 9:31 AM

ORDER NO. : 257592-005

CUSTOMER NO: 4384006

CUSTOMER: Cindy Sullivan, Legal Asst  
DUNETZ MARCUS BRODY &  
DUNETZ MARCUS BRODY &  
354 Eisenhower Parkway

200002890672--3

Livingston, NJ 07039

DOMESTIC FILING

NAME: PALMER COLE & COMPANY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

PH 6/1/99 (4)  
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

W99-12654



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 1, 1999

CSC NETWORKS  
1201 HAYS ST  
TALLAHASSEE, FL 32301

SUBJECT: PALMER COLE & COMPANY  
Ref. Number: W99000012654

**RESUBMIT**

Please give original  
filing date as file date.

We have received your document for PALMER COLE & COMPANY and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 499A00029731

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01/11/99 4:16 PM  
W99000012654

ARTICLES OF INCORPORATION

OF

PALMER COLE & COMPANY, INC.

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99 JUN -1 AM 10:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is PALMER COLE & COMPANY, INC.

SECOND: The street address of the principal office of the corporation is 125 Spyglass Way, Palm Beach Gardens, Florida 33418.

The mailing address of the corporation is 125 Spyglass Way, Palm Beach Gardens, Florida 33418.

THIRD: The number of shares that the corporation is authorized to issue is 2,500, all of which are without par value and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is 125 Spyglass Way, Palm Beach Gardens, FL 33418.

The name of the initial registered agent of the corporation at the said registered office is Michael R. Sorkin.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
Charles S. Dunetz, Esq.	Dunetz, Marcus, Brody & Weinstein, L.L.C. 354 Eisenhower Parkway Livingston, NJ 07039

SIXTH: The purposes for which the corporation is organized are to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

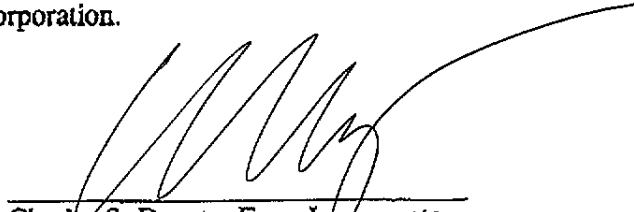
SEVENTH: The number of directors constituting the first Board of Directors is one (1) and the name and address of the person who is to serve as such director are: Michael R. Sorkin, 125 Spyglass Way, Palm Beach Gardens, Florida 33418.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any officer, director or shareholder from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions of the Florida Business Corporation Act, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: The corporate existence of the corporation shall begin on the date of the filing of these Articles of Incorporation.

Signed on May 26, 1999

  
\_\_\_\_\_  
Charles S. Dunetz, Esq., Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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.

By:   
\_\_\_\_\_  
Michael R. Sorkin

Date: May 26, 1999

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