



THE UNITED STATES CORPORATION COMPANY

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ACCOUNT NO. : 072100000032
REFERENCE : 756192 5164717
AUTHORIZATION : Patricia Pujols
COST LIMIT : \$ 78.75

ORDER DATE : July 7, 2000
ORDER TIME : 11:14 AM
ORDER NO. : 756192-005
CUSTOMER NO: 5164717

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CUSTOMER: Ms. Lourdes Cambo
Steven L. Cantor, P.a.
777 Brickell Avenue
Suite 500
Miami, FL 33131

DOMESTIC FILING

NAME: STEP MIAMI BRANCH, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar - EXT. 1124
EXAMINER'S INITIALS:

RECEIVED
00 JUL -7 PM 12: 04
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 JUL -7 PM 12: 56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUL - 7 2000

**ARTICLES OF INCORPORATION**

**OF**

**STEP MIAMI BRANCH, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation in compliance with Chapter 617, F.S., (Not for Profit).

**ARTICLE I**

**Name of Corporation**

The name of this corporation is **STEP MIAMI BRANCH, INC.**

**ARTICLE II**

**Principal Office**

The address of the principal place of business of this corporation is 777 Brickell Avenue, Suite 500, Miami, Florida 33131.

**ARTICLE III**

**Purpose**

The purposes for which **STEP MIAMI BRANCH, INC.** is organized are:

(a) to provide a forum for practitioners drawn from the legal, accounting, corporate trust and related professions whose occupation includes a significant involvement, at a specialist level, with the planning, creation, management of an accounting for trusts and estates, executorship administration and related taxes;

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(b) to discuss aspects of tax, accounting, administration, statute and case law which are of general concern in the field of trusts and estates;

(c) to advance knowledge and learning in the profession in respect of trusts, estates and allied subjects; and to encourage and promote the trusts and estate practice;

(d) to organize and hold conferences, meetings and assemblies to provide a forum for the discussion and dissemination of relevant information and data to promote a better understanding of the trusts and estates practice;

(e) to undertake research and give advice of a technical (strictly non-political) nature to governmental and other persuasive bodies to promote a better understanding of the foregoing and to improve the law relating to the practice of trusts and estates, including Federal and state taxation; and

(f) to do any other act or thing incidental or connected with the foregoing purposes or in advancement thereof;

but not for the pecuniary profit or financial gain of its members, directors or officers, except as permitted under Section 617.0301 of the Florida Not for Profit Corporation Act.

#### **ARTICLE IV** **Manner of Election**

Directors shall be appointed in the manner and for the terms provided in the bylaws. The number of directors may be set from time to time in the manner provided in the bylaws, but the corporation will never have fewer than three directors.

**ARTICLE V**  
**Initial Directors**

This corporation shall have at least three (3) directors. The names and addresses of the initial Directors of this corporation are:

Steven L. Cantor  
777 Brickell Avenue, Suite 500  
Miami, FL 33131

James Spencer  
777 Brickell Avenue, Suite 1100  
Miami, FL 33131

Simon Beck  
701 Brickell Avenue, Suite 2300  
Miami, FL 33131

**ARTICLE VI**  
**Registered Agent and Street Address**

The initial registered agent of the corporation for accepting service of process pursuant to Section 48.091, Florida Statutes, shall be Steven L. Cantor. The address of the initial registered office of the corporation is 777 Brickell Avenue, Suite 500, Miami, Florida 33131. The Board of Directors may from time to time move the registered office to any other address in

**ARTICLE VII**  
**Incorporator**

The name and address of the incorporator is as follows:

Steven L. Cantor  
Steven L. Cantor, P.A.  
777 Brickell Avenue, Suite 500  
Miami, Florida 33131

**IN WITNESS WHEREOF**, the undersigned directors have executed these Articles of Incorporation this 6th day of July, 2000.

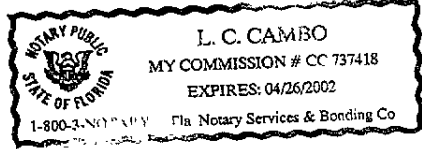
\_\_\_\_\_  
Steven L. Cantor  
\_\_\_\_\_  
James Spencer  
\_\_\_\_\_  
Simon Beck

STATE OF FLORIDA            )  
  ) ss:  
COUNTY OF MIAMI-DADE )

The foregoing Articles of Incorporation were acknowledged before me this 6th day of July, 2000, by **Steven L. Cantor, James Spencer and Simon Beck**, who are personally known to me and who did not take an oath.

\_\_\_\_\_  
**L.C. Cambo**  
**Notary Public, State of Florida**

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 617.0501, Florida Statutes, the following is submitted that **STEP MIAMI BRANCH, INC.**, desiring to organize or qualify under the laws of the State of Florida, has named **Steven L. Cantor**, whose address is 777 Brickell Avenue, Suite 500, Miami, Florida 33131, as its agent to accept service of process within Florida.



\_\_\_\_\_  
**Steven L. Cantor**

Dated: July 6, 2000

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.**



\_\_\_\_\_  
**Steven L. Cantor, Registered Agent**

Dated: July 6, 2000

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