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ADORNO & ZEDER
A PROFESSIONAL ASSOCIATION

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SUITE 1600
MIAMI, FLORIDA 33133
TELEPHONE (305) 858-5555
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FILED

01 MAY 14 PM 12:49

SECRETARY OF STATE
TALLAHASSEE FLORIDA

FACSIMILE
(305) 858-4777

May 11, 2001

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

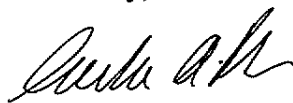
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*****78.75 *****78.75

ROXANA MIRABAL, P.A.

Ladies and Gentlemen:

Enclosed herein are the original Articles of Incorporation on behalf of the captioned company. Also enclosed is a check in the amount of \$78.75 to cover the requisite filing fee, registered agent fee and certified copy fee. Please return the certified copy of the Articles of Incorporation to me in the enclosed prepaid Federal Express envelope. If you have any questions please call me at (305) 860-7097.

Sincerely,



Carlos A. Mas

D. WHITE MAY 16 2001

4v

cc: Roxana Mirabal

ARTICLES OF INCORPORATION
OF
ROXANA MIRABAL, P.A.

A FLORIDA PROFESSIONAL CORPORATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Professional Service Corporation and Limited Liability Company Act, Chapter 621 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is Roxana Mirabal, P.A. Its principal office address and business mailing address is 8181 Northwest 36 Street, Suite 6-B, Miami, Florida 33166.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in the practice of law within the State of Florida, and taking all actions that are necessary and proper in connection with that practice. And in connection therewith and in furtherance thereof, to possess and exercise all the powers and privileges granted by the Florida Business Corporation Act or by any other law of Florida or by these Articles of Incorporation together with any powers incidental thereto, so far as such powers and privileges are consistent with, and not prohibited by, the Professional Service Corporation and Limited Liability Company Act.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 2601 South Bayshore Drive, Suite 1600, Miami, Florida 33133, and the initial registered agent of this Corporation at such office shall be Carlos A. Mas, Esq., who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors and in accordance with the Bylaws of the Corporation, but in no case shall the number of directors be less than one nor more than seven. The name and address of the sole director constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Roxana Mirabal	8181 Northwest 36 Street Suite 6-B Miami, Florida 33166

ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Carlos A. Mas, Esq.	Adorno & Zeder, P.A. 2601 South Bayshore Drive Suite 1600 Miami, Florida 33133

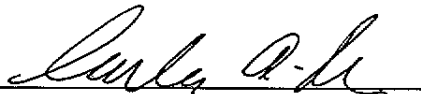


Carlos A. Mas, Esq., Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Roxana Mirabal, P.A., at the place designated in the Articles of Incorporation, Carlos A. Mas, Esq. agrees to act in this capacity and is familiar with, and accepts, the obligations of such position, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated: May 11, 2001



Carlos A. Mas, Esq.

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