FED-14-1996 12:56 P. 15 LILAU AM PUBI. IO (((H86 TO: -0000 PHONE: (305) 541-3884 FAX: (306) 541-8770 FAX: DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. (((H96000002160))) NAME: BILL CLAY P.A. II JMBER: H98000002180 CURRENT STATUS: REQUESTED FAX AUDI'NUMBER: DATE REQUESTED: 02/14/1996 TIME REQUESTED: 11:45:42 CERTIFICATE OF STATUS: C CERTIFIED COPIES: METHOD OF DELIVERY: FAX NUMBER OF PAGES: 6 ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255
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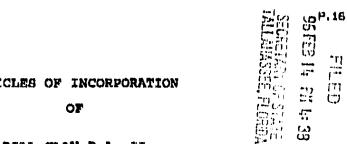
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#### ARTICLES OF INCORPORATION

#### BILL CLAY P.A. II

The undersigned incorporator(s), for the purpose of forming a Professional Service Corporation under Chapter 621 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

#### ARTICLE I NAME

BILL CLAY P.A. II The name of the corporation shall be:

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and muiling address of this corporation shall be: 7101 S.W. 102 AVENUE MIAMI FLORIDA 33173

### ARTICLE III PURPOSE

The purpose of this corporation shall be: To practice law, a law office.

#### ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares, having an individual par value of \$ 1.00

> BAY STORMONT EMPIRE CORPORATE KIT COMPANY 1492 West Fingler Street # 200 Migmi, Florida 33135-2209 (305) 541-3694

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## ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

WILLIAM A. CLAY 7101 S.W. 102 AVENUE MIAMI FLORIDA 33173

## ARTICLE VI BOARD OF DIRECTOR (S)

The name and address of the initial board of directors shall be:

WILLIAM A. CLAY 7101 S.W. 102 AVENUE MIAMI FLORIDA 33173

## ARTICLE VII OFFICER(S)

The name, title and address of the officers of this corporation shall be:

PRESIDENT AND SECRETARY WILLIAM A. CLAY 7101 S.W. 102 AVENUE MIAMI FLORIDA 33173

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## ARTICLE VIII INCORPORATOR (8)

The name and address of the incorporator(s) to these Articles of Incorporation shall be: EMPIRE CORPORATE KIT OF AMERICA, INC. 1492 WEST FLACTOR STREET SUITE 200 MIAMI FLORIDA 33135

The undersigned has (have executed these Articles of Incorporation this 13 day of FEBRUARY .1996.

Incorporator
RAY STORMONT FOR
EMPIRE CORPORATE KIT OF AMERICA, INC.

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# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 621, 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.

First tha		BILL CLAY P.A. II	
desiring to	organize under t	Name of Corporation) he laws of the State of	f FLORIDA
with its princorporatio	incipal office,	as indicated in the WILLIAM A. CLAY	
-	7101 S.	(Name of Registered	Agent)
City of	MIAMI (City)	County of	(County)
State of Flo		nt to accept service of	t process within
this sate.	-	- 1	{*************************************

HAVING BEEN NAMED AS REGISTERED AGENT AND 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.

SIGNATURE (C

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