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BARRY S. YARCHIN
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October 2, 1996

Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

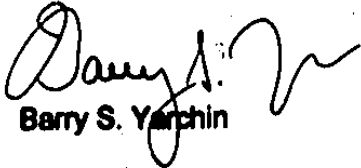
Re: Barry S. Yarchin, P.A.

Gentlemen:

Enclosed are an original and one (1) copy of the articles of incorporation and a check in the amount of \$122.50 to cover the cost of the filing fee and certified copy.

Thank you very much.

Sincerely yours,


Barry S. Yarchin

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DIVISION OF CORPORATIONS
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9/10/96

**ARTICLES OF INCORPORATION
OF
BARRY S. YARCHIN, P.A.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -7 PM 12:40

The undersigned incorporator, who is a duly licensed attorney in the State of Florida, desiring to form a professional corporation in accordance with Chapter 607 and Chapter 621 of the Florida Statutes, hereby presents these Articles of Incorporation to the Secretary of State of the State of Florida.

ARTICLE I

The name of the Corporation is: **BARRY S. YARCHIN, P.A.**

The purpose for which the Corporation is organized shall be to engage in the practice of law within the State of Florida and to take all actions that are necessary or proper in connection with that practice.

The professional services of the Corporation shall be rendered only through officers, employees and agents who are duly licensed and otherwise legally authorized to practice law in the State of Florida. This provision shall not be applicable to the extent it is in conflict with the laws or provisions governing rules of conduct of attorneys in the State of Florida.

ARTICLE II

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 100 shares of one (\$1.00) Dollar par value common stock.

ARTICLE III

This corporation is to exist perpetually and the corporate existence of this Corporation shall commence on filing of these Articles.

ARTICLE IV

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent

Address of Registered Office

Barry S. Yarchin

6290 N.W. 27th Way
Fort Lauderdale, FL 33309

ARTICLE V

The name and post office address of the incorporator to these Article of Incorporation is:

Name

Address

Barry S. Yarchin

6290 N.W. 27th Way
Fort Lauderdale, FL 33309

ARTICLE VI

The initial By-Laws shall be adopted by the Corporation's first Board of Directors. Thereafter, the power to alter, amend, or repeal by By-Laws shall be vested in the stockholders and the directors of the Corporation in the manner set forth in the By-Laws.

ARTICLE VII

The Corporation shall have one director initially. Thereafter the number of directors may be increased or decreased in the manner set forth in the By-Laws, but in no event shall there be less than one director, nor more than three directors.

The initial director of the Corporation shall be:

Barry S. Yarchin

ARTICLE VIII

The principal office and the mailing address of the Corporation shall be as follows:

Principal Office

6290 N.W. 27th Way
Fort Lauderdale, FL 33309

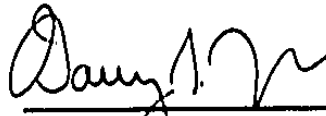
Mailing Address

6290 N.W. 27th Way
Fort Lauderdale, FL 33309

ARTICLE IX

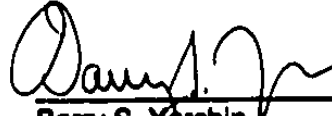
The Corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation
this 24th day of September, 1996 at Fort Lauderdale, Florida.



Barry S. Yarchin

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE
ARTICLES, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND
FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES.



Barry S. Yarchin

September 24, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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