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May 27, 1997

VIA FEDERAL EXPRESS

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-05/28/97--01075--001

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

\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: JENNIFER L. CRISWELL, P.A.

Dear Sir/Madam:

Enclosed please find one original and one copy of the Articles of Incorporation for the above-referenced matter for filing. I have also enclosed a check in the amount of Seventy (\$70.00) Dollars representing your fee for same.

If you have any questions regarding the foregoing, please do not hesitate to contact me at (305) 937-0300. Thank you for your time and consideration in this matter.

ROSENTHAL ROSENTHAL RASCO  
STOK DENBERG & WOLF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 MAY 28 AM 9 32

FILED

ADAM KAPLAN GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT ART. VI - ADDRESS & CORP NAME  
DATE 5-30-97/6-5  
DOC. EXAM QN

By:   
ADAM D. KAPLAN  
For the Firm

ADK/cc  
Enclosures

QNS-30-97

**ARTICLES OF INCORPORATION**

**OF**

**JENNIFER**

**L. CRISWELL, P.A.**

FILED

97 MAY 28 AM 9:32

CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

**ARTICLE ONE:**

The name of this corporation is: **JENNIFER L. CRISWELL, P.A.**

**ARTICLE TWO:**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida. **Specifically, to practice Law.**

**ARTICLE THREE:**

The aggregate number of shares which this corporation shall have authority to issue is ONE HUNDRED (100) shares of common stock, ONE (\$1.00) DOLLAR par value, shall be designated as "Common Shares".

**ARTICLE FOUR:**

Shareholders of this corporation shall have full preemptive rights to acquire unissued or treasury shares of the corporation.

**ARTICLE FIVE:**

The street address of the initial principal office of this corporation is:

3810 Segovia St., Coral Gables, FL 33134

and the name and address of the Registered Agent of this corporation is:

**Adam D. Kaplan**  
Rosenthal Rosenthal Rasco Stok Denberg & Wolf  
2875 NE 191 Street, Suite 500  
Aventura, FL 33180

ARTICLE SIX:

This corporation shall have one (1) director to constitute its initial Board of Directors. The number of directors of the corporation may subsequently be increased or decreased from time to time according to the By-Laws of the corporation, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

JENNIFER L. Criswell  
3810 Segovia St., Coral Gables, FL 33134

ARTICLE SEVEN:


The name and address of the incorporator of this corporation, who is the person signing these Articles is:

Adam D. Kaplan  
Rosenthal Rosenthal Rasco Stok Denberg & Wolf  
2875 NE 191 Street, Suite 500  
Aventura, FL 33180

ARTICLE EIGHT:

The Corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

NOW THEREFORE, the undersigned incorporator has executed these Articles of Incorporation this 27 day of May, 1997.

  
Adam D. Kaplan, Incorporator


STATE OF FLORIDA )

SS

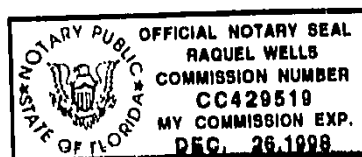
COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared ADAM D. KAPLAN, to me well known to be the person described as the incorporator in and who, in my presence, executed the foregoing Articles of Incorporation, and who acknowledged before me that subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the State and County above this 27<sup>th</sup> day of May, 1997.

  
Notary Public - State of Florida

My commission expires:



ACCEPTANCE OF REGISTERED AGENT

I, ADAM D. KAPLAN, the undersigned, having been designated as Registered Agent in the above and foregoing Articles of Incorporation of, do hereby accept such designation and agree to comply with the Laws of the State of Florida relative thereto.

  
\_\_\_\_\_  
ADAM D. KAPLAN  
Registered Agent

FILED  
97 MAY 28 AM 9:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA