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FLORIDA DIVISION OF CORPORATIONS

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73

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NAME: MARQUEZ & FERNANDEZ, P.A.

AUDIT NUMBER.....H97000014627

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION  
OF  
MARQUEZ & FERNANDEZ, P. A.**

The undersigned, acting as incorporator of MARQUEZ & FERNANDEZ, P.A. under the Professional Service Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is:

**MARQUEZ & FERNANDEZ, P.A.**

and the principal place of business is:

**782 N.W. Le Jeune Road  
Suite 548 Le Jeune Centre  
Miami, Florida 33126-5536**

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**ARTICLE II. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE III. PURPOSE**

This corporation is formed for the purpose of engaging in the practice of law and all related services, and in all businesses incidental thereto and may engage in any activity or business permitted under the laws of Florida Service Corporation Act.

**ARTICLE IV. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 7500 shares of common stock having a par value of \$1.00 per share. The consideration to be  
Prepared By: Nicolas Fernandez, P.A.  
Gables International Plaza  
2656 Le Jeune Road Florida Bar #796791  
Penthouse 1-D 305-461-0404  
Coral Gables, FL 33134  
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paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

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

The street address of the initial registered office of the corporation is 782 N.W. Le Jeune Road, Suite 548 Le Jeune Centre Miami, Florida 33126-5536 and the name of the corporation's initial registered agent at that address is Esquire Corporate Services, Inc

**ARTICLE VI. INITIAL BOARD OF DIRECTORS**

The corporation shall have one director initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

**Jose M. Marquez, Esq.  
Nicolas Fernandez, Esq.  
782 N.W. Le Jeune Road  
Suite 548 Le Jeune Centre  
Miami, Florida 33126-5536**

**ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator is:

**Nicolas Fernandez, Esq.  
782 N.W. Le Jeune Road  
Suite 548 Le Jeune Centre  
Miami, Florida 33126-5536**

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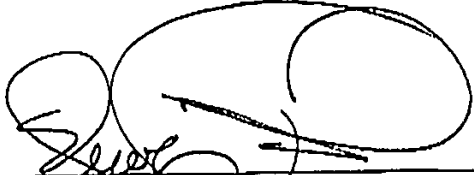
**ARTICLE VIII. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

**ARTICLE IX. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4<sup>th</sup> day of September, 1997.

  
Nicolas Fernandez, Esq.

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for MARQUEZ & FERNANDEZ, P.A. in the foregoing Articles of Incorporation, I, hereby agree to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

Esquire Corporate Services, Inc.

BY: 

Authorized Representative 

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