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**CYNTHIA M. RAMOS**

Attorney at Law  
200 South Biscayne Boulevard  
Twentieth Floor  
Miami, Florida 33131  
(305) 358-7605

November 15, 1998

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

Re: CYNTHIA M. RAMOS, P.A.

700002694157--8  
-11/23/98--01124--003  
\*\*\*122.50 \*\*\*\*\*78.75

Dear Sirs:

Enclosed are the original and one copy of the Articles of Incorporation and the original and one copy of the Designation and Acceptance of Registered Agent for CYNTHIA M. RAMOS, P.A.. Enclosed, as well, is our \$122.50 check for the following:

Certified Copy	52.50
Registered Agent Designation	35.00
Filing Fees	35.00
<b>TOTAL</b>	<b><u>\$122.50</u></b>

Upon your receipt and filing of the documents, please send me, at the Miami address stated above on my letterhead, a certified copy of the Articles of Incorporation.

Thank you for your attention to this matter.

Sincerely,

*Cynthia M. Ramos*  
CYNTHIA M. RAMOS

FILED  
98 NOV 23 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CMR/lr  
Enclosures

*Dmp*  
*11-30-98*

**Articles of Incorporation**  
**OF**  
**CYNTHIA M. RAMOS, P.A.**

**FILED**  
98 NOV 23 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

**ARTICLE I**  
**NAME**

The name of the Corporation is **CYNTHIA M. RAMOS, P.A.**

**ARTICLE II**  
**DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III**  
**NATURE OF BUSINESS**

The nature of the business to be conducted by the Corporation is:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act;
2. To engage in the practice of law; and
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV**  
**CAPITAL STOCK**

The aggregate number of shares which the Corporation has authority to issue is one hundred (100), all of which shall be common stock having a par value of ONE DOLLAR (\$1.00) per share.

**ARTICLE V**  
**PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

**ARTICLE VI  
REGISTERED OFFICE**

The street address of the initial registered office of the Corporation is:

200 South Biscayne Boulevard, 20th Floor  
Miami, Florida 33131

The name of the registered agent at such address is:

Cynthia M. Ramos

**ARTICLE VII  
PRINCIPAL OFFICE**

The initial street address of the principal office of the Corporation in the State of Florida is:

200 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131

**ARTICLE VIII  
DIRECTORS**

The initial board of directors of the Corporation shall consist of one (1) member. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's bylaws.

The name and address of the sole member of the first board of directors is:

NAME

Cynthia M. Ramos

ADDRESS

200 South Biscayne Boulevard, 20th Floor  
Miami, Florida 33131

**ARTICLE IX  
INCORPORATOR**

The name and address of the incorporator is:

NAME

Cynthia M. Ramos

ADDRESS

200 South Biscayne Boulevard, 20th Floor  
Miami, Florida 33131

**ARTICLE X  
INDEMNIFICATION**

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

**ARTICLE XI  
REIMBURSEMENT FOR ORGANIZATIONAL AND CERTAIN  
OTHER PREINCORPORATION EXPENSES; ADOPTION OF CONTRACTS**

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its director to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation. The director of this Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned incorporator shall be reimbursed.

**ARTICLE XII  
RIGHT TO AMEND ARTICLES OF INCORPORATION**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any writing inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19<sup>th</sup> day of November, 1998.

Cynthia M. Ramos  
CYNTHIA M. RAMOS

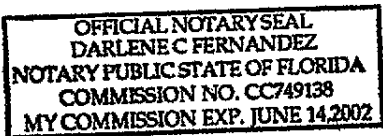
STATE OF FLORIDA :  
                                  : ss  
COUNTY OF DADE :

ON THIS 19<sup>th</sup> day of November, 1998, before me, a notary public duly authorized in the state and county last aforesaid, personally appeared CYNTHIA M. RAMOS, personally known to me to be the person whose name is subscribed to the above Articles of Incorporation, and who acknowledged that she executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year aforesaid.

My Commission Expires:

Darlene C. Fernandez  
Notary Public, State of Florida



CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

**FILED**  
98 NOV 23 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:  
**CYNTHIA M. RAMOS, P.A.** DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE  
OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS LOCATED IN THE CITY OF Miami, STATE  
OF Florida, HAS NAMED Cynthia M. Ramos, LOCATED AT 200 South Biscayne  
Boulevard, 20th Floor, Miami, Florida 33131, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS.

SIGNATURE Cynthia M. Ramos  
Cynthia M. Ramos  
TITLE DIRECTOR  
(CORPORATE OFFICER)  
DATE 11/19/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED  
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS  
CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE  
TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Cynthia M. Ramos  
CYNTHIA M. RAMOS, REGISTERED AGENT  
DATE 11/19/98