



THE UNITED STATES CORPORATION COMPANY

P 99000030457

ACCOUNT NO. : 072100000032

REFERENCE : 213505 - 11654A Patucia jts

AUTHORIZATION :

COST LIMIT : \$ 78.75 Patucia Pyszt

ORDER DATE : April 21, 1999

ORDER TIME : 2:54 PM

ORDER NO. : 213505-005

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CUSTOMER NO: 11654A

CUSTOMER: Judy Baxter, Legal Asst  
HOLTZMAN KRINZMAN EQUELS &  
HOLTZMAN KRINZMAN EQUELS &  
2601 South Bayshore Drive  
Suite 600  
Miami, FL 33133

EFFECTIVE DATE  
4-16-99

RECEIVED

99 APR 21 PM 4:01

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: A. BRIAN PHILLIPS, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 APR 21 PM 4:14

FILED

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4/21/99  
MLM

**ARTICLES OF INCORPORATION**  
**OF**  
**A. BRIAN PHILLIPS, P.A.**

**EFFECTIVE DATE**  
*4-16-99*

The undersigned, acting as incorporator of A. Brian Phillips, P.A. under the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is:

**A. Brian Phillips, P.A.**

**ARTICLE II. ADDRESS**

The mailing address of the corporation is:

26 Wall Street  
Orlando, FL 32801

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**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on April 16, 1999.

**ARTICLE IV. PURPOSE**

This corporation is intended to be a professional corporation engaging in the practice of law and a professional service corporation within the meaning of the Professional Service Corporation Act. Accordingly, the corporation, its officers and stockholders shall be subject to all of the sections of said Act concerning the formation of the corporation, the conduct of its business, and the liabilities, rights, privileges, and immunities of the corporation, its officers and stockholders, as stated in Chapter 621, Florida Statutes.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$1.00 par value per share.

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

The street address of the initial registered office of the corporation is 26 Wall Street, Orlando, Florida 32801, and the name of the corporation's initial registered agent at that address is A. Brian Phillips.

**ARTICLE VII. INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased from time to time, as provided by the bylaws, but shall never be less than one. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
A. Brian Phillips	26 Wall Street Orlando, FL 32801

**ARTICLE VIII. INCORPORATOR**

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
A. Brian Phillips	26 Wall Street Orlando, FL 32801

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

**ARTICLE IX. INDEMNIFICATION.**

Every person who now is or hereafter shall be a Director or Officer of the corporation shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him/her in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he/she is or shall be made a party by reason of his/her being or having been a Director or Officer of the corporation (whether or not he is a Director or Officer of the corporation at the time he/she is made a party to such action, suit or proceeding, or

at the time such cost or expense is incurred by or imposed upon him/her) except in relation to matters as to which he/she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his/her duties as such Director or Officer. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

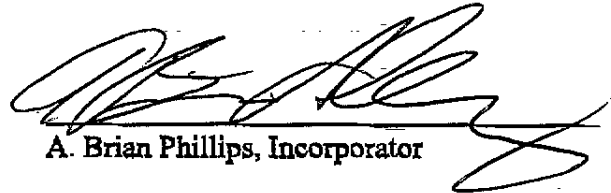
**ARTICLE X. BYLAWS**

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 XI. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner prescribed by law, and all rights herein conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on this 17<sup>th</sup> day of April, 1999.

  
A. Brian Phillips, Incorporator

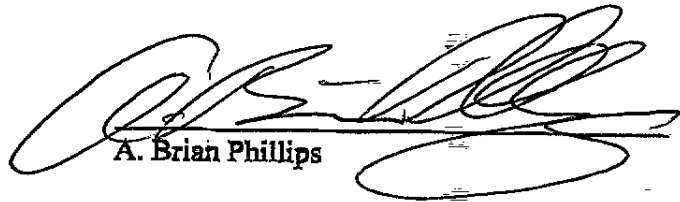
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN THE STATE OF FLORIDA AND NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That A. Brian Phillips, P.A., desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation, at Dade County, State of Florida, has named A. Brian Phillips as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

  
A. Brian Phillips

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