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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: NEIL A. DELEON, P.A.

AUDIT NUMBER.....H97000004857

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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**ARTICLES OF INCORPORATION OF  
NEIL A. DeLEON, P.A.  
A Professional Association**

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**ARTICLE I - NAME**

The name of the corporation is Neil A. DeLeon, P.A.

**ARTICLE II - DURATION**

The corporation shall have perpetual existence commencing on the date of filing.

**ARTICLE III - PURPOSE**

The corporation may engage in the practice of law.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

**ARTICLE V - INITIAL REGISTERED AGENT**

The name and address of the initial registered agent of this corporation is Neil A. DeLeon, 2 N.E. 40th Street, 2nd Floor East, Miami, Florida 33137

**ARTICLE VI - PRINCIPAL OFFICE OF THE CORPORATION**

The principal office of the corporation will be located at 2 N.E. 40th Street, 2nd Floor East, Miami, Florida 33137.

This instrument prepared by:

Kirk D. DeLeon, P.A.  
2 N.E. 40th Street  
2nd Floor East  
Miami, Florida 33137  
(305) 573-0104  
Fla. Bar No.: 989959

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Neil A. DeLeon, P.A.

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#### **ARTICLE VII - OFFICERS**

The affairs of Neil A. DeLeon, P.A., shall be managed by a Board of Directors and administered by a President, one or more Vice Presidents, and such other officers as the Board of Directors shall deem desirable. Officers need not be Directors. The officers shall be elected by a majority of those Directors present at the first regularly scheduled meeting of the Board of Directors held each year at which a quorum is present. Each Officer shall serve until resignation or until elections are held at the following year's first regularly scheduled meeting of the Board of Directors at which a quorum is present.

The initial officers of the corporation who shall serve under and their addresses are as follows.

President, Vice President, and Secretary - Neil A. DeLeon

2 N.E. 40th Street  
2nd Floor East  
Miami, Florida 33137

#### **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director. The number of Directors may be increased or diminished from time to time by the By Laws of the but shall never be less than one (1) The names and addresses of the director of this corporation is:

Neil A. DeLeon	2 N.E. 40th Street
	2nd Floor East
	Miami, Florida 33137

#### **ARTICLE IX - BY LAWS**

The By Laws of the corporation may be adopted, altered amended or repealed by either the Stockholders or the Directors.

#### **ARTICLE X - INDEMNIFICATION**

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

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**ARTICLE XI - PREEMPTIVE RIGHTS**

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his or her pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE XII - INCORPORATOR**

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

Neil A. DeLeon  
2 N.E. 40th Street  
2nd Floor East  
Miami, Florida 33137

**ARTICLES XIII - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the applicable Florida Statutes.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Article of Incorporation at Miami, Florida on the 17th day of March, 1997.

  
Neil A. DeLeon

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Neil A. DeLeon, P.A.  
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STATE OF FLORIDA]

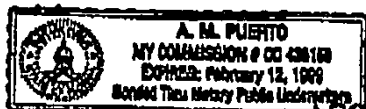
COUNTY OF DADE]

BEFORE ME, the undersigned authority, personally appeared NEIL A. DeLEON, who is personally know to me and who has provided a Florida Drivers license as identification to verify identity, and he subscribed the above Articles of Incorporation and he did freely and voluntarily acknowledge before me according to the law that he made an subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, DADE County, Florida, this 17th day of MARCH, 1997.

My Commission Expires:

  
Notary Public of the State  
of Florida at Large



**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts to act in the capacity of Registered Agent for Neil A. DeLeon, P.A., and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 17th day of March, 1997.

  
Neil A. DeLeon

This instrument prepared by:

Kirk D. DeLeon, P.A.  
2 N.E. 40th Street  
2nd Floor East  
Miami, Florida 33137  
(305) 573-0104  
Fla. Bar No.: 989959

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