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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

THE BROWN LAW GROUP, P.A.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 24, 1999

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SUBJECT: BROWN LAW GROUP, P.A.
REF: W99000006985

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**ARTICLES OF INCORPORATION
OF
THE BROWN LAW GROUP, P.A.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I Name of Corporation

The name of this corporation shall be The Brown Law Group, P.A.

Article II Purpose

The general nature and purpose of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of Law, and all its fields of specialization, as are engaged in by lawyers/attorneys.
- b. To engage in and render the professional services involved only through its officers, agents and employees who shall be lawyer/attorneys in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investment permitted by law.
- d. To engage in no other business other than the rendition of the professional service specified herein.
- e. To do everything necessary and proper in the accomplishing the purpose herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

Article III Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 10,000 shares of common stock at \$1.00 per share par value. The consideration to be paid for each share shall be payable in lawful money or property, labor or service. The corporation's stock and certificates shall be issued only to lawyers/attorneys in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

Article IV Duration

The corporation shall have perpetual existence.

Vincent T. Brown, Esq.
19043 NW 52nd Court
Miami, FL 33055
FL Bar #: 0956279
(305) 621-6300

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Article V Registered Agent

The address of the corporation's initial registered office is 19043 NW 52nd Court, Miami, FL 33055, and the name of initial registered agent at said address is Vincent T. Brown, Esq..
The Principal office, or the address of the corporation is:
19043 NW 52nd Court, Miami, FL 33055

Article VI Incorporator

The name and address of the Incorporator is as follows: Vincent T. Brown, 19043 NW 52nd Court, Miami, FL 33055

Article VII Board of Directors

The corporation shall have a Board of Directors consisting of 1 person. The number of Directors may be increase or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The name and address of the initial Director of the corporation is Vincent T. Brown, 19043 NW 52nd Court, Miami, FL 33055.

Article VIII Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall signed by all Shareholders entitled to vote upon such action at a meeting filed with the Secretary of the corporation as a part of the corporate record.

Article IX Severance and Termination of Employment

If any officer, director, shareholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which this corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he/she shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profit realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

Article X Informal Director Action

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

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Article XI Indemnification

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

Article XII Bylaw Amendment

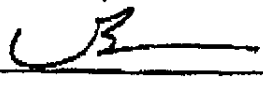
The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Shareholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersign Incorporator has executed these Articles of Incorporation in the State of Florida, County of Miami-Dade on this 23rd day of March 1999.

VINCENT T. BROWN 19043 NW 52nd Court

Miami, FL 33055

Incorporator : 

Registered Agent : 

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**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGN CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the corporation is The Brown Law Group, P.A.
2. The name and address of the registered agent and office is:

VINCENT T. BROWN 19043 NW 52nd Court
Miami, FL 33055

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE OF DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

By Vincent T. Brown:



Date: 3-23-99

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TALLAHASSEE, FLORIDA

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