

*Ligman, Martin & Evans, P.A.*  
*Attorneys at Law*

LINDA K. BALDREE  
DAVID J. BEARLEY, P.A.  
TRACY J. CONSIDINE, P.A.  
FRANK E. DYLONG, JR.  
GORDON J. EVANS, P.A.  
JAMES D. FULLER, P.A.  
MICHAEL P. KELLEY  
DANIEL V. LIGMAN, P.A.  
JOSEPH W. LIGMAN, P.A.  
MICHAEL D. MARTIN (1938-1981)  
DAVID J. L. LHEIBER  
JOHN J. L. LHEIBER, JR.  
GREGORY J. PHUBAK

L960000000257

230 CATALONIA AVENUE  
CORAL GABLES, FLORIDA 33134

TELEPHONE (305) 445-8888

FAX (305) 445-8871

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAR -7 PM 3:38

December 11, 1995

Secretary of State  
Division of Corporation  
409 East Gaines Street  
Tallahassee, Florida 32399

000001665760  
-01/16/96--01032--025  
\*\*\*162.50 \*\*\*162.50

Re: Ligman, Martin and Evans

000001665760  
-12/19/95--01100--001  
\*\*\*175.00 \*\*\*175.00

Dear Sir or Madam:

Enclosed is the original and one (1) copy of the Articles of Incorporation of Ligman, Martin & Evans, P.L., a Florida corporation, along with the original and 1 copy of the affidavit of membership. We would appreciate your filing these and sending us a certified copy with the applicable filing information in the enclosed self addressed stamped envelope. We are enclosing our firm's check in the amount of One Hundred and Seventy Five Dollars and 00/100 (\$175.00) to cover the following costs:

Filing Fee	\$87.50
Certified Copy	\$52.50
Registered Agent Designation	\$35.00

Total	\$ 175.00
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W95-24979

1130

1146

0707

Thank you for your prompt attention to this matter.

Very truly yours,

*Patrick B. North*  
Patrick B. North

5/2 3/7

Florida Department Of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314  
Attn: Sharon Tala (Document Specialist Supervisor)

Dear Ms. Tala:

Enclosed is the most recent version of our Articles of Incorporation for our Professional Limited Liability Company. Please review and process if acceptable. Should any problems arise please call me at (305) 445-2682.

Thank you for your assistance throughout this matter.

Very Truly Yours,

  
Patrick B. North



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 27, 1995

LIGMAN, MARTIN & EVANS, P.A.  
230 CATALONIA AVENUE  
CORAL GABLES, FL 33134

SUBJECT: LIGMAN, MARTIN AND EVANS, P.L.  
Ref. Number: W95000024979

We have received your document for LIGMAN, MARTIN AND EVANS, P.L. and check(s) totaling \$175.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$110.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fees for a limited liability company breakdown as follows: \$250 filing fee, \$35 for designation of registered agent, \$52.50 for an optional certified copy, and \$8.75 for an optional certificate of status.

The articles of organization must be prepared in compliance with section 608.407, Florida Statutes. Please refer to this section of the law.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman  
Document Specialist

Letter Number: 495A00055399



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 16, 1996

LIGMAN, MARTIN & EVANS, P.A.  
230 CATALONIA AVENUE  
CORAL GABLES, FL 33134

SUBJECT: LIGMAN, MARTIN AND EVANS, P.L.  
Ref. Number: W95000024979

We have received your document for LIGMAN, MARTIN AND EVANS, P.L. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of organization must be prepared in compliance with section 608.407, Florida Statutes. Please refer to this section of the law.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 696A00001890

PROFESSIONAL LIMITED LIABILITY COMPANY

ARTICLES OF ORGANIZATION

OF

LIGMAN, MARTIN & EVANS, P.L.

SECRET FILED  
DIVISION OF CORPORATIONS  
96 MAR -7 PM 3:38

The undersigned, subscribers to these Articles of Organization, professional corporations competent to contract, hereby present these for the formation of a Professional Limited Liability Company under the provisions of Chapter 608, Florida Statutes, as well as Chapter 608.407, and other laws of the State of Florida.

ARTICLE I

The name of this Professional Limited Liability Company is Ligman, Martin & Evans, P.L.

ARTICLE II

The mailing address of the principal office, a Limited Liability Company, is 230 Catalonia Avenue, Coral Gables, Florida, 33134. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE III

This Limited Liability Company is to exist perpetually unless sooner dissolved according to law.

ARTICLE IV

The Professional Limited Liability Company is to be managed by the managing members who are:

Daniel V. Ligman, P.A.  
230 Catalonia Avenue  
Coral Gables, FL 33134

Gordon J. Evans, P.A.  
230 Catalonia Avenue  
Coral Gables, FL 33134

Joseph W. Ligman, P.A.  
230 Catalonia Avenue  
Coral Gables, FL 33134

#### ARTICLE V

This Limited Liability Company shall have 3 Managing Members initially. The number of managing members may be increased or diminished from time to time, by By-Laws adopted by the Stockholders.

#### ARTICLE VI

The general nature of the business to be transacted by this company is:

To engage in every phase and aspect of the business of rendering the same professional services to the public that an Attorney at Law, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice law therein.

To invest the funds of this company in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the obtaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Organization or any amendment thereof, necessary or incidental to the protection and benefit of the company, and in general, either alone or in association with other companies, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purpose or the attainment of the objects or the furtherance of such purposes or objects of this company.

The foregoing paragraphs shall be construed as enumerating both objectives and purposes of this company; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this company otherwise permitted by law.

#### ARTICLE VII

##### ADDITIONAL POWERS

In furtherance, and not in limitation of the general powers conferred by the law of the State of Florida and of the purposes and objects hereinabove stated, this company shall have all and singular the following powers:

This limited liability company shall have the power to enter into, or become a partner in, any arrangements for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm, or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.

This company shall have the power to deny to the holders of the common stock of this corporation any pre-emptive right to purchases or subscribe to any new issues of any type stock of this company and no shareholder shall have any pre-emptive right to subscribe to any such stock.

This company, shall have the power, at its option, to purchase and acquire any and all of its shares owned and held by any such shareholder who should desire to sell, transfer, or otherwise dispose of these shares, in accordance with the By-Laws adopted by the shareholders of this company setting forth the terms and conditions of such purchase; provided, however, the capital of this company is not impaired.

This company shall have the power, at its option, to purchase and acquire the shares owned and held by any shareholder who dies, in accordance with By-Laws adopted by the shareholders of this company setting forth the terms and conditions of such purchase, provided, however, the capital of this company is not impaired.

This company shall have the power to enter into, for the benefit of its employees, one or more of the following:

1. a pension plan
2. a profit sharing plan, if such a plan is not otherwise prohibited by the Code of Ethics of the Profession.
3. a stock bonus plan
4. a thrift and saving plan
5. a restricted stock option plan, or
6. other retirement or incentive compensation plans.

#### ARTICLE VIII

These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved by the Managers.

IN WITNESS WHEREOF, we, the subscribers, have executed these Articles of Incorporation this 11 day of December, 1995.

Daniel V. Ligman  
Daniel V. Ligman, Esq.

(SEAL)

Gordon J. Evans  
Gordon J. Evans, Esq.

(SEAL)

Joseph W. Ligman  
Joseph W. Ligman, Esq.

(SEAL)

STATE OF FLORIDA )  
; SS  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared DANIEL V. LIGMAN, GORDON J. EVANS and JOSEPH W. LIGMAN, to me well known and known to me to be the individuals described in, and who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed the same for the purposes therein expressed.

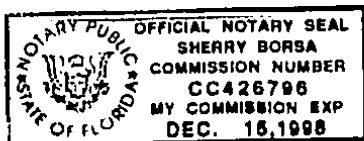
IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Dade County, Florida, this 11th day of December, 1995.

\* DANIEL V. LIGMAN,  
GORDON J. EVANS &  
JOSEPH W. LIGMAN

ALL THREE ARE  
PERSONALLY KNOWN TO ME.

My Commission Expires:

Sherry Borsa  
NOTARY PUBLIC, State of Florida  
At Large  
SHERRY BORSA





# DECLARATION OF REGISTERED AGENT

Certificate designating place of business or domicile for the service of process within the State of Florida, naming agent upon whom process may be served and names and addresses of the officers and directors.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-that Ligman, Martin & Evans, P.L. is a limited liability company duly organized and existing under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Coral Gables, County of Dade, State of Florida has named Steven V. Ligman located at 230 Catalonia, City of Coral Gables, County of Dade, State of Florida as its agent to accept service of process within this state.

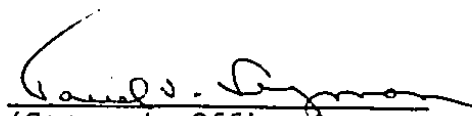
## OFFICERS:

Name and Title	Specific Address
Daniel V. Ligman, President	230 Catalonia Av. Coral Gables, FL
Gordon J. Evans, Vice President	230 Catalonia Av. Coral Gables, FL
Joseph W. Ligman, Secretary & Treasurer	230 Catalonia Av. Coral Gables, FL

## DIRECTORS:

Daniel V. Ligman	230 Catalonia Av. Coral Gables, FL
Gordon J. Evans	230 Catalonia Av. Coral Gables, FL
Joseph W. Ligman	230 Catalonia Av. Coral Gables, FL

By

  
(Corporate Officer)

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated company, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with provisions of said act relative to keeping open said office.

By

Steven V. Ligman  
Resident Agent

STEVEN V. LIGMAN

STATE OF FLORIDA )  
                              : SS  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared DANIEL V. LIGMAN and STEVEN V. LIGMAN, to me well known and known to me to be the individuals described in, and who executed the foregoing Declaration of Registered Agent acknowledged before me that they executed the same for the purposes therein expressed.

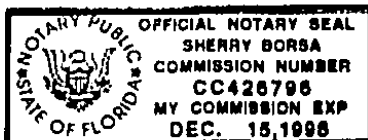
IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Dade County, Florida, this 11th day of December, 1995.

DANIEL V. LIGMAN & STEVEN  
V. LIGMAN ARE PERSONALLY  
KNOWN TO ME.

Sherry Borsa  
Notary Public, State of Florida,  
At Large

SHERRY BORSA

My Commission Expires:



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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAR -7 3:38

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
AND PURPOSE

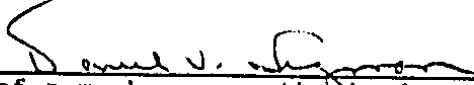
The undersigned member or authorized representative of a member of Ligman, Martin and Evans, P.L. deposes and says:

1. The above named Professional Limited Liability Company has at least two members
2. The total amount of capital contributed by the member(s) is \$ 1,000.00.
3. The amount of cash or property anticipated to be contributed by member(s) is \$ 1,000.00.
4. The total amount of 2,3 and 4 is \$ 2,000.00.
5. The purpose of this P.L. is to engage in every phase and aspect of the business of rendering the same professional services to the public that an Attorney at Law, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice law therein.

To invest the funds of this company in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the obtaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Organization or any amendment thereof, necessary or incidental to the protection and benefit of the company, and in general, either alone or in association with other companies, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of this company.

The foregoing paragraphs shall be construed as enumerating both objectives and purposes of this company; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the proposes of this company otherwise permitted by law.

  
Signature of a member or authorized representative of a member. (In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

DANIEL V. LLIGMAN


FILED STATES  
SECRETARY OF CORPORATIONS  
96 MAR - 1 PM 3:38

STATE OF FLORIDA )  
; SS  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared DANIEL V. LLIGMAN, to me well known and known to me to be the individual described in, and who executed the foregoing Affidavit, and he acknowledges before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Dade County, Florida, this 11TH day of DECEMBER, 1995.

DANIEL V. LLIGMAN IS  
\* PERSONALLY KNOWN  
TO ME.

  
NOTARY PUBLIC, State of Florida  
At Large  
SHERRY DORSA

My Commission Expires:

