

P00000050540



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 701957 7108477

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 78.75

ORDER DATE : May 18, 2000

ORDER TIME : 10:07 AM

ORDER NO. : 701957-005

CUSTOMER NO: 7108477

300003257253--6

CUSTOMER: Stephen J. Goldstein, Esq
STEPHEN J. GOLDSTEIN, ESQ
STEPHEN J. GOLDSTEIN, ESQ
Suite 616
1111 Kane Concourse
Miami, FL 33154

DOMESTIC FILING

NAME: STEPHEN J. GOLDSTEIN, 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: Kim Clemons

621-2556

EXAMINER'S INITIALS:

EFFECTIVE DATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 18 PM 12:29

RECEIVED
00 MAY 18 AM 10:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

W00-12944

W-13039



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 18 PM 12:29

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 22, 2000

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: STEPHEN J. GOLDSTEIN, P.A.
Ref. Number: W00000013039

RESUBMIT
Please give original
submission date as file date.

We have received your document for STEPHEN J. GOLDSTEIN, P.A. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

You must list at least one incorporator with a complete business street address.

A corporation may not serve as its own registered agent. Please designate an individual or another active entity filed or registered with this office, having a Florida street address.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 200A00029034

RECEIVED
00 MAY 23 AM 9:17
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 18 PM 12: 29

May 19, 2000

CSC NETWORKS

RESUBMIT
Please give original
submission date as file date.

SUBJECT: STEPHEN J. GOLDSTEIN, P.A.
Ref. Number: W00000013039

We have received your document for STEPHEN J. GOLDSTEIN, P.A. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 900A00028470

RECEIVED
00 MAY 22 PM 12: 10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 18 PM 12: 29

FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 18, 2000

CSC

TALLAHASSEE, FL

SUBJECT: STEPHEN J. GOLDSTEIN, P.A.
Ref. Number: W00000012964

RESUBMIT

Please give original
submission date as file date.

We have received your document for STEPHEN J. GOLDSTEIN, P.A. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 500A00028297

RECEIVED
00 MAY 18 PM 3: 56
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

5/15/00

ARTICLES OF INCORPORATION

OF

S.J. GOLDSTEIN, ESQ., P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 18 PM 12: 29

I the undersigned for the purpose of becoming a corporation under the laws of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of corporations for profit, file these Articles of Incorporation.

ARTICLE I

The name of the corporation is S.J. GOLDSTEIN, ESQ., P.A.

ARTICLE II

The general nature of the business or businesses to be transacted is the practice of law and administration of legal services, including the doing of any and all business and contracting incidental thereto or connected therewith and the doing and performing any and all acts or things necessary, proper or convenient for or incidental to furtherance or the carrying out of the powers and purposes herein mentioned.

To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals or corporations either in this state or throughout the United States and elsewhere.

ARTICLE III

The foregoing clauses shall be construed both as objects and powers but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive but it is hereby expressly declared that all other lawful powers not inconsistent herewith

are hereby included.

ARTICLE IV

Any unissued stock or such additional authorized issue of new stock or of other securities convertible into stock may be issued and disposed of pursuant to resolution of the Board of Directors to such other persons, firms, corporations or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of their discretion.

ARTICLE V

The maximum number of shares of stock of this corporation is authorized to have outstanding at any time shall be five hundred (500) shares of one dollar (\$1.00) par value, unless duly changed in accordance with the laws of the State of Florida. It is the intention of this corporation that the stock issued shall qualify as "Section 1244 stock" as such term is defined in the Internal Revenue Code and the Regulations issued thereunder.

ARTICLE VI

Every shareholder 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

The street address of the initial registered office of this corporation in the State of Florida shall be 1111 Kane Concourse, Suite 616, Bay Harbor Islands, Florida 33154.

and the name of the initial registered agent of this corporation is Stephen J. Goldstein

The corporation shall have such other places of business both within and without the State of Florida, and in foregoing countries as may be necessary and convenient.

ARTICLE VIII

This corporation shall exist perpetually.

ARTICLE IX

This corporation shall have one (1) director initially. The number of directors may be increased from time to time, by Laws adopted by the stockholders but shall never be less than one.

ARTICLE X

The name and street address of the first Board of Directors of this Corporation who shall hold office until the organization meeting of this corporation, and until their successors are elected and have qualified, are:

Stephen J. Goldstein
1111 Kane Concourse
Suite 616
Bay Harbor Islands, Florida 33154

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed stockholders and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of Articles of Incorporation be made.

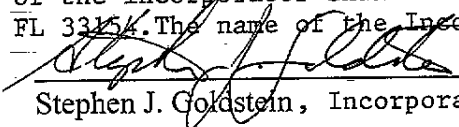
ARTICLE XII

In accordance with F.S. 607.617, the date of the corporate existence of this corporation shall be the date of subscription and acknowledgment of these Articles of Incorporation provided these Articles of Incorporation are filed by the Department of State within (5) days, exclusive of legal holidays after such date. Otherwise, the date of corporate existence shall be upon the filing of these

Articles of Incorporation by the Department of State.

IN WITNESS WHEREOF, We the undersigned, being the subscribing incorporators have hereunto
set our hands and seals for the purpose of forming this corporation under the laws of the State of

Florida, this 15th day of May, 2000. The address of the Incorporator shall be 1111 Kane
Concourse, Suite 616, Bay Harbor Islands, FL 33154. The name of the Incorporator
at such address is Stephen J. Goldstein.

 (Seal)
Stephen J. Goldstein, Incorporator

STATE OF FLORIDA) ss:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, this day personally appeared, STEPHEN J.
GOLDSTEIN, known to me personally to be the person described as subscriber and who executed
the foregoing Articles of Incorporation and he acknowledged before me that he executed the same
freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above, this 15th day of May,
2000.



NOTARY PUBLIC, State of Florida

My commission expires :

Printed name of Notary



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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 18 PM 12:29

Pursuant to Chapter 48.091 Florida Statutes, the following is submitted, in compliance with said Act:

First - that S.J. GOLDSTEIN, ESQ., P.A. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 1111 Kane Concourse, Suite 616, Bay Harbor Islands, Florida 33154 has named Stephen J. Goldstein, of Bay Harbor Islands, Florida as its agent to accept Service of Process within this State.

Having been named to accept Service of Process for the above stated Corporation at the place designated in this Certificate, I hereby accept, to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


RESIDENT AGENT

C:ART.CORP