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ACCOUNT NO. : 072100000032

REFERENCE : 756534 7167118

AUTHORIZATION : *Patricia Knight*

COST LIMIT : \$ 78.75

ORDER DATE : July 7, 2000

ORDER TIME : 2:50 PM

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ORDER NO. : 756534-005

CUSTOMER NO: 7167118

CUSTOMER: Ms. Louisa R. Berson  
Barry S. Franklin & Associates  
P.a.  
Citi Centre Bldg. Plaza 250  
290 Northwest 165th Street  
Miami, FL 33169

DOMESTIC FILING

NAME: THE FLORIDA COLLABORATIVE  
GROUP, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156  
EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL -7 PM 5:12

RECEIVED  
00 JUL 10 PM 4:50  
DEPARTMENT OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE FLORIDA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 JUL -7 PM 5:12

ARTICLES OF INCORPORATION  
OF  
THE FLORIDA COLLABORATIVE GROUP, P.A.

The undersigned incorporator hereby forms a corporation under Chapter 621 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THE FLORIDA COLLABORATIVE GROUP, P.A.

The address of the principal office of this corporation shall be c/o Barry S. Franklin, Esq., Citi Centre Building Plaza 250, North Miami Beach, Florida 33169 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in every aspect of the business of rendering the same professional services to the public, that a private practice of law, duly licensed under the laws of the State of Florida, is authorized to render.

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Donald G. Criscuolo Pres.	99 Northeast 167th Street North Miami Beach, Florida 33162
Barry S. Franklin Vice Pres.	Citi Centre Building Plaza 250 North Miami Beach, Florida 33169
Robert W. Sidweber Sec.	625 Northeast 3rd Avenue Fort Lauderdale, Florida 33304
Michael J. Alman Treas.	2450 Hollywood Boulevard, Suite 401 Hollywood, Florida 33020

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Donald G. Criscuolo Dir.	99 Northeast 167th Street North Miami Beach, Florida 33162
Barry S. Franklin Dir.	Citi Centre Building Plaza 250 North Miami Beach, Florida 33169
Robert W. Sidweber Dir.	625 Northeast 3rd Avenue Fort Lauderdale, Florida 33304
Michael J. Alman Dir.	2450 Hollywood Boulevard, Suite 401 Hollywood, Florida 33020

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on July 7, 2000.

Deborah D. Skipper  
It's Agent, Deborah D. Skipper  
Incorporator

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 JUL -7 PM 5:12

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Deborah D. Skipper  
It's Agent, Deborah D. Skipper  
Authorized Service Representative  
Corporation Service Company

CLD/sxk