

JUL-28-2000 09:

EMPIRE CORPORATE KIT

P.02/05

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Florida Department of State
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL 28 AM 10:45

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FLORIDA PROFIT CORPORATION OR P.A.

WILLIAM T. MORAN, P.A.

Certificate of Status	0
Certified Copy	1
Page Count	04
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7/26/00 4:02 PM



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 27, 2000

EMPIRE

SUBJECT: WILLIAM T. MORAN, P.A.
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JUL-28-2000 09:14

EMPIRE CORPORATE KIT

**ARTICLES OF INCORPORATION
OF
WILLIAM T. MORAN, P.A.**

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00 JUL 28 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I NAME

The name of the Corporation is WILLIAM T. MORAN, P.A.

ARTICLE II NATURE OF BUSINESS

The nature of business to be transacted by this Corporation is to carry on in any capacity and business deemed legal in the State of Florida in the area of message therapy.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 100 shares of common voting stock, each share having a par value of \$1.00.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business is \$100.00.

ARTICLE V TERM OF EXISTENCE

The Corporation shall have perpetual existence unless sooner dissolved according to the law.

ARTICLE VI ADDRESS

The initial street address of the principal office of this Corporation is to be at 1440 Sheridan Street, Suite #5, Hollywood, FL 33020.

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

Donna R. Joseph
Attorney At Law
12865 W. Dixie Hwy
North Miami, FL 33161
305-899-8588

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ARTICLE VII DIRECTORS

The Corporation shall have one Director(s) initially. The number of directors may be increased or diminished from time to time by the By-laws, but shall never be less than one.

ARTICLE VIII INITIAL DIRECTORS

The name and street address of the initial directors who shall hold office until his successor(s) are elected and have qualified is as follows:

William T. Moran, 1440 Sheridan Street, Suite #5, Hollywood, FL 33020

ARTICLE IX INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is the same as in Article VIII.

ARTICLE X EFFECTIVE DATE

These Articles of Incorporation shall be effective upon acceptance by the Secretary of State.

ARTICLE XI AMENDMENT

Amendments to these Articles of Incorporation must be approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

The corporation shall indemnify directors or officers, or subscribers and their heirs, and assigns, against all expenses, actually and necessarily incurred in connection with the defense or settlement of any claim action, suit or proceeding in which they be reason of being or having been directors or officers, except in relation to matters as to which any such directors or officer shall be adjudged to be liable for gross negligence or willful misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which the indemnification may be entitled under the law, or by-law, agreement, vote of stockholders, or otherwise.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatever.

ARTICLE XII REGISTERED AGENT

That in pursuant with Chapter 48.091, Florida Statutes, the Corporation has named: Donna R. Joseph, Esquire, 12865 W. Dixie Hwy., 2nd Floor, North Miami, FL 33161, as its agent to accept service of process within this State.

Donna R. Joseph
Attorney At Law
12865 W. Dixie Hwy
North Miami, FL 33161

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ACKNOWLEDGEMENT

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 provisions of said Act relative to keeping open said office.


DONNA R. JOSEPH, ESQUIRE

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed these foregoing Articles of Incorporation under the laws of the State of Florida, this 25th day of July, 2000.

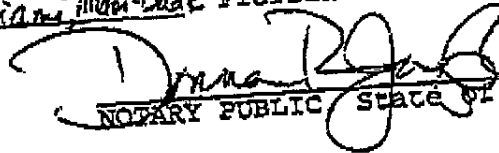

WILLIAM T. MORAN

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

BEFORE ME the undersigned authority personally appeared, WILLIAM T. MORAN, to me well known and known by me to be the individuals described in, and who executed the foregoing Certificate of Incorporation, and who has acknowledged before me that they executed the same for the purposes therein expressed.

personally known or as identification
produced

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at North Miami, Miami-Dade Florida on this 25th day of July, 2000.


NOTARY PUBLIC, State of Florida

My Commission Expires:



Donna R. Joseph
Attorney At Law
12885 W. Dixie Hwy
North Miami, FL 33161

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TALLAHASSEE, FLORIDA