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ATTORNEY  
CERTIFIED PUBLIC ACCOUNTANT

October 16, 2000

Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
00 OCT 23 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: ~~JFHA, INC.~~  
Stephen H. Butter, P.A.  
~~Butter & Associates, Inc.~~

800003435888--9  
-10/23/00--01129--007  
\*\*\*\*210.00 \*\*\*\*\*70.00

Gentlemen:

Enclosed is an original of the Articles of Incorporation for the above referenced corporations, along with a check for \$210.00 payable to the Florida Department of State.

Please send a confirmation incorporation of the above referenced corporations to:

Ira L. Kahn, Esq.  
Eighteen Northeast Second Avenue  
Dania, FL 33004  
(954) 921-1523

Thank you for your cooperation with this matter.

Sincerely,



Ira L. Kahn, Esq.

Enclosure

10-24

**ARTICLES OF INCORPORATION**  
**OF**  
**STEPHEN H. BUTTER, P.A.**

**FILED**  
00 OCT 23 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida Personal Service Corporation Act, Chapter 621, Florida Statutes, does hereby adopt the following articles of incorporation.

**ARTICLE I**

The name of this corporation is:

STEPHEN H. BUTTER, P.A.

The business address of STEPHEN H. BUTTER, P.A. is 2875 N.E. 191<sup>st</sup> Street, Penthouse 2A, Aventura, Florida 33180.

**ARTICLE II**

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

**ARTICLE III**

The purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida Personal Service Corporation Act, specifically;
  - a. LICENSED ATTORNEY AND COUNSELOR AT LAW SERVICES.
2. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

**ARTICLE IV**

The aggregate number of shares which the corporation is authorized to issue is 150,000 shares of One Dollar (\$1.00) par value common stock.

#### ARTICLE V

The street address of the initial registered office of the corporation is 2875 N.E. 191<sup>st</sup> Street, Penthouse 2A, Aventura, Florida 33180, and the name of its registered agent is Stephen H. Butter.

#### ARTICLE VI - SUBSCRIBER

The name and address of the initial subscriber to these Articles of Incorporation and the number of shares outstanding are:

<u>Name and Address</u>	<u>Shares</u>
Stephen H. Butter 20221 W. Oakhaven Circle North Miami Beach, Florida 33179	1000

#### ARTICLE VII

The number of directors constituting the initial board of directors of the corporation is one and the name and address of each person who is to serve as the director is:

Stephen H. Butter  
20221 W. Oakhaven Circle  
North Miami Beach, Florida 33179

#### ARTICLE VIII

No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association, entity in which one or more of its directors or officers are financially interested, shall be either void or voidable because of such relationship or interest because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or because his or their votes are counted for such purposes, if:

(a) The fact of such relationship or interest is disclosed or known to the board of directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purposes without counting the votes or consents of such interested directors; or

(b) The fact of such relationship or interest is disclosed and known to the stockholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(c) The contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the board, a committee or the stockholders.

#### ARTICLE IX

The power to amend, adopt and/or repeal the By-Laws for the corporation shall be reserved to the shareholders.

#### ARTICLE X

Special meetings of stockholders may be called at any time by the President or holders of ten percent (10%) of all outstanding shares.

#### ARTICLE XI

The offices of this corporation may consist of a president, vice president, treasurer, secretary and such other officers and agents as may be provided for by the By-Laws of this corporation, who shall be chosen, serve for such term and have such duties as may be prescribed by such By-Laws. The initial officers of this corporation shall be:

Stephen H. Butter  
20221 W. Oakhaven Circle  
North Miami Beach, Florida 33179

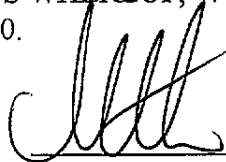
President, Vice President,  
Treasurer, Secretary

#### ARTICLE XII

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

That, LAW OFFICE OF STEPHEN H. BUTTER, P.A. desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation in the city of North Miami Beach, Florida, County of Dade, State of Florida, has named Stephen H. Butter, located at 2875 N.E. 191<sup>st</sup> Street, Penthouse 2A, Aventura, Florida 33180, as its agent to accept service of process within this state.

IN WITNESS WHEREOF, We, the subscribers, have executed these Articles of Incorporation this day of October, 2000.



Stephen H. Butter, President  
20221 W. Oakhaven Circle, North Miami Beach, Florida 33179

STATE OF FLORIDA        )

COUNTY OF DADE        )

BEFORE ME, the Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Stephen H. Butter, personally known to me X and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation and who presented the following identification: \_\_\_\_\_.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 16<sup>th</sup> day of October, 2000.

  
NOTARY PUBLIC

My commission expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

FIRST--THAT STEPHEN H. BUTTER, P.A., DESIRING TO ORGANIZE OR QUALIFY UNDER  
THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF  
NORTH MIAMI BEACH, STATE OF FLORIDA, HAS NAMED STEPHEN H. BUTTER, PRESIDENT,  
LOCATED AT 2875 N.E. 191<sup>st</sup> Street, Penthouse 2A, Aventura, Florida 33180, STATE OF FLORIDA, AS  
ITS RESIDENT AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE \_\_\_\_\_

Stephen H. Butter (CORPORATE OFFICER)

TITLE \_\_\_\_\_

President

DATE \_\_\_\_\_

Oct. 16, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
ORGANIZATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO  
ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL  
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE \_\_\_\_\_

STEPHEN H. BUTTER, REGISTERED AGENT

DATE \_\_\_\_\_

Oct. 16, 2000

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00 OCT 23 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA