Robert A. Stok, P.A.



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TALLAHASSEE, FLORIDA

J. Andrew Fine Lawrence A. Franco Robert A. Stok DO/00003990

January 2, 2001

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State of Florida Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re: Articles of Incorporation of Stok & Associates, P.A.

Dear Sir/Madam:

Enclosed for filing, please find the following:

- 1. Original and one copy of the Articles of Incorporation of Stok & Associates, P.A.
- 2. Original and one copy of the Certificate of Designation, Registered Agent/Registered Office.

3. Our check in the amount of \$78.75 representing payment of the filing fee for the incorporation.

If you have any questions or concerns relating to the above, feel free to contact me at my office.

Thank you for your courtesy and cooperation.

Very truly you

For the Firm

RAS:mg Enclosures

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ARTICLES OF INCORPORATION

FILED

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TALLAHASSEE, FLORIDA

OF

STOK & ASSOCIATES, P.A.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be STOK & ASSOCIATES, P.A.

ARTICLE II: PRINCIPAL OFFICE

The principal place or business and mailing address of this corporation shall be 2875 N.E. 191st Street, Suite 304, Aventura, Florida 33180.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Robert A. Stok, 2875 N.E. 191st Street, Suite 304, Aventura, Florida 33180.

ARTICLE V: INCORPORATION

The name and address of the incorporator to these Articles of Incorporation is Robert A. Stok, 2875 N.E. 191st Street, Suite 304, Aventura, Florida 33180.

ARTICLE VI: OFFICERS & DIRECTORS

The names and addresses of the officers and directors of the corporation are as follows: Robert A. Stok, President and Sophia P. Stok, Secretary/Treasurer, 2875 N.E. 191st Street, Suite 304, Aventura, Florida 33180.

ARTICLE VII: PURPOSE

The purpose of the corporation is to practice law.

ARTICLE VIII: SPECIAL PROVISION

It is the intent of the incorporator and director that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as Subchapter S Corporation. Such actions as are necessary will be taken by the appropriate offices to accomplish this compliance.

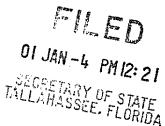
The undersigned has executed these Articles of Incorporation this

day of January, 2001.

Robert A. Stok, Esq

Incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE



Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is STOK & ASSOCIATES, P.A.
- 2. The name and address of the registered agent and office is Robert A. Stok, 2875 N.E. 191st Street, Suite 304, Aventura, Florida 33180.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT HTE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Robert A. Stok, Esq.

Dated: January 2, 2001