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FLORIDA PROFIT CORPORATION OR P.A.

MICHAEL V. FINUCCIO, P.A.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

MICHAEL V. FINUCCIO, P.A.

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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:

MICHAEL V. FINUCCIO, P.A.

The address of the principal office of this corporation shall be 5891 SW 132 Terrace, Miami, FL 33156, 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 an accountant, 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, county, 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 One Hundred (100) Shares of common stock having \$1.00 par value per share.

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ARTICLE IV: REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 601 Brickell Key Drive, Suite 500, Miami, Florida 33131, and the name of the initial registered agent of the corporation at that address is Stuart I. Grossman, Esq.

ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI: TERM OF EXISTENCE

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Michael V. Finuccio
Dir./Pres./Sec./Treas.

5891 SW 132 Terrace, Miami, FL 33156

ARTICLE VII: INCORPORATOR

Michael V. Finuccio

5891 SW 132 Terrace, Miami, FL 33156

The undersigned incorporator has executed these Articles of Incorporation this 23rd day of April, 2001.

Signature of Incorporator:


Michael V. Finuccio

I, Stuart I. Grossman, Esq. am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.


Stuart I. Grossman, Esq., Registered Agent

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED 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 Michael V. Finuccio, P.A.
2. The name of the registered agent and office is:
Stuart L. Grossman, Esq.
Burd Lozano & Zacherl, L.L.P.
601 Brickell Key Drive, Suite 500
Miami, Florida 33131

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 the 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 further familiar with and accept the obligations of my position as Registered Agent.

Stuart L. Grossman
Stuart L. Grossman, Esq.

4/22/01
(Date)
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