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Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**DAVID B. ABRAHAM, P.A.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 05      |
| Estimated Charge      | \$78.75 |

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**ARTICLES OF INCORPORATION****H** 01 00 009 8 8 7 7**FOR****David B. Abraham, P.A.**

The undersigned, acting as incorporator and desiring to organize a professional service corporation pursuant to the laws of the State of Florida, signs the following Articles of Incorporation:

**ARTICLE I**

**NAME and ADDRESS:** The name of the corporation is David B. Abraham, P.A. and its principal office and mailing address is 21134 NE 19<sup>th</sup> Court, Miami, Florida 33179.

**ARTICLE II**

**DURATION:** The term of existence of the corporation is perpetual.

**ARTICLE III**

**PURPOSE:** The general nature of the professional services to be rendered by this professional service corporation will be as follows:

- (a) To engage in every phase and aspect of the business of rendering legal services to the public.
- (b) To buy, sell, deal in and exchange shares of its own capital stock, except that the Corporation shall not issue any of its capital stock to anyone other than an individual who is duly licensed or otherwise legally authorized to render legal services within the State of Florida. No shareholder of this Corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his or her stock.
- (c) To invest the funds of this Corporation in real estate, mortgages, stocks, bonds or any other type of investments.
- (d) Without limiting the generality of any of the foregoing language, the Corporation shall have all of the powers which are now or which may hereafter be conferred upon professional service corporation by the laws of the State of Florida.

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#### ARTICLE IV

**CAPITAL STOCK:** The aggregate number of shares that the corporation has authority to issue is One Thousand (1,000) Shares of Common Stock having a par value of One Dollar (\$1.00) per share.

#### ARTICLE V

**PREEMPTIVE RIGHTS:** Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which is already held, shall have the right to purchase their pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI

**RESTRICTION OF STOCK TRANSFER:** If any shareholder at any time desires to sell, transfer, encumber, or otherwise dispose of his shares of the corporation, he shall first offer his shares to the corporation and then to the shareholders at the price at which it is offered to others.

#### ARTICLE VII

**1244 STOCK:** The shares of this corporation are to be issued pursuant to the provisions of Section 1244, Title 26 of the Internal Revenue Code.

#### ARTICLE VIII

**PENSION AND PROFIT SHARING PLAN:** In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and purpose and objectives hereinbefore stated, the corporation shall have the power to enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit sharing plan, or (3) other retirement or incentive compensation plan.

#### ARTICLE IX

**AMENDMENTS:** The corporation reserves the right to amend or repeal any provisions in these Articles or any amendment thereto.

**ARTICLE X**

**INITIAL REGISTERED AGENT AND OFFICE:** The corporation's initial registered agent and registered office is:

David B. Abraham  
21134 NE 19<sup>th</sup> Court  
Miami, Florida 33179

**ARTICLE XI**

**DIRECTIONS:** The initial Board of Directors of the corporation shall consist of one member:

David B. Abraham  
21134 NE 19<sup>th</sup> Court  
Miami, Florida 33179

**ARTICLE XII**

**INCORPORATION:** The name and address of the incorporation is:

David B. Abraham  
21134 NE 19<sup>th</sup> Court  
Miami, Florida 33179

IN WITNESS WHEREOF, I have subscribed my name this 6<sup>th</sup> day of September 2001.

(X)   
DAVID B. ABRAHAM

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CERTIFICATE OF REGISTERED AGENT

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

That David B. Abraham, P.A. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at Miami, Miami-Dade County, Florida, has named:

David B. Abraham  
21134 NE 19<sup>th</sup> Court  
Miami, Florida 33179

as its agent to accept service of process within this State;

**ACKNOWLEDGMENT:**

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 provision of said Act relative to keeping open said office.

DATED: September 6, 2001

BY:

  
DAVID B. ABRAHAM

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

On this 6<sup>th</sup> day of September, 2001, before me personally appeared David B. Abraham, known to me to be the person whose name is subscribed to the instrument within, and acknowledged that he executed the same for purposes contained therein.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

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My Commission Expires:

  
Notary Public



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