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LAZARUS CORPORATE FILING SERVICE

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MCARDLE, PEREZ & ESCOTO, P.A.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

FILED
02 JAN 15 PM 2:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
MCARDLE, PEREZ & ESCOTO, P.A.

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ARTICLE I - NAME

The name of the Corporation shall be MCARDLE, PEREZ & ESCOTO, P.A.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the Corporation shall be:

600 Brickell Avenue, Suite 203A
Miami, Florida 33131

ARTICLE III - PURPOSE

The sole and exclusive purpose for which the Corporation is formed is to operate as a professional corporation for the purpose of rendering professional legal services. The Corporation shall not engage in any business other than rendering professional legal services; however, the Corporation may invest its funds in real estate, mortgages, stocks, bonds or any other type of investment, and may own real or personal property, all as may be necessary for rendering its professional legal services.

The purpose of the Corporation shall be carried out only through officers, directors, employees, and agents, each of whom is duly licensed or otherwise legally qualified to render professional legal services in the State of Florida.

ARTICLE IV - POWERS

To the extent not inconsistent with the Florida Professional Service Corporation Act, the Corporation and its officers, directors and shareholders shall have all the rights, liabilities, and duties as set forth under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

There shall be one class of stock. The maximum number of shares which the Corporation is authorized to have outstanding at any time is 300 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI - TERMS OF CAPITAL STOCK

The shares of stock of the Corporation shall be issued only to individuals who are licensed and authorized to practice law in the State of Florida. When permitted in the Bylaws, or in accordance with a private agreement, if any, a shareholder may voluntarily transfer his or her shares in the Corporation only to an individual who is licensed and authorized to practice law in the State of Florida. Any shares issued in violation of this Article VI are null and void and the voluntary transfer of any shares of stock transferred in violation of this Article VI is null and void.

No shares may be transferred upon the books of the Corporation or issued by the Corporation until there is presented to, and filed with, the Corporation a certificate issued by the Corporation's legal counsel stating that the individual to whom the transfer of shares is to be made, or to whom the shares are to be issued, is licensed and authorized to practice law in the State of Florida.

No shareholder of the Corporation shall enter into a voting trust agreement, or any other type agreement, vesting another person with the authority to exercise the voting power of any or all of his or her shares.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The registered office of the Corporation shall be 600 Brickell Avenue, Suite 203A, Miami, Florida, 33131, and the registered agent of the Corporation at such office shall be Rafael A. Perez, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping the registered office open for service of process.

ARTICLE VIII - BOARD OF DIRECTORS

Directors need not be shareholders of the Corporation, but no individual who is not licensed and authorized to practice law in the State of Florida may be a director of the Corporation. The Board of Directors shall consist of three (3) members. The number of directors may be increased or decreased from time to time as provided in the Bylaws but in no case shall the number of directors be less than one. The individuals set forth below shall serve as director of the Corporation from the date hereof until the next annual meeting of the shareholders or until such time as his successors are duly elected and qualified:

<u>Name</u>	<u>Address</u>
George McArdle.	600 Brickell Avenue, Suite 203A Miami, Florida, 33131
Rafael A. Perez	600 Brickell Avenue, Suite 203A Miami, Florida, 33131
Maria I. Escoto-Castiello.	600 Brickell Avenue, Suite 203A Miami, Florida, 33131

ARTICLE IX - PROVISIONS FOR REGULATION OF BUSINESS AND CONDUCT OF AFFAIRS OF CORPORATION

(a) Officers. No individual may be an officer of the Corporation who is not licensed and authorized to practice law in the State of Florida.

(b) Acts Prohibited. The Corporation may do no act which is prohibited to be done by individual persons licensed and authorized to practice law in the State of Florida.

(c) Severance of Interest. If any officer, director shareholder, agent or employee of the Corporation becomes legally disqualified to render legal services within the State of Florida, or accepts employment that, pursuant to existing law, places restrictions or limitations upon his or her continued rendering of such professional legal services, he or she shall sever all employment with, and financial interests in, the Corporation forthwith, and if he or she is an officer or director of the Corporation, shall resign such position immediately.

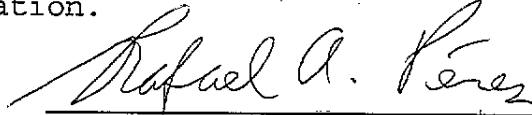
ARTICLE X - DISSOLUTION

The Corporation shall be voluntarily dissolved only by the written consent of all of its shareholders.

ARTICLE XI - INCORPORATOR

The name and address of the incorporator is Rafael A. Perez, 600 Brickell Avenue, Suite 203A, Miami, Florida, 33131.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation of the Corporation.

A handwritten signature in cursive script, reading "Rafael A. Perez", written over a horizontal line.

Rafael A. Perez, Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby accept the appointment as registered agent for MCARDLE, PEREZ & ESCOTO, P.A. Further, I am familiar with, and accept the obligations of registered agent and agree to act in this capacity.

Date: January 10, 2001

By: Rafael A. Perez
Rafael A. Perez, Registered Agent

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