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PATRICK J. GOGGINS, P.A.

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March 20, 2002

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

EFFECTIVE DATE
5-1-02

Re: **Karyn L. Todd, PA**

900005155049--0
-03/26/02--01006--011
*****87.50 *****87.50

Dear Division of Corporations representative:

Enclosed please find one (1) original and one (1) copy of the articles of incorporation, and a check in the amount of Eighty Seven and 50/100 Dollars (\$87.50) for the filing fee, a certified copy, and a certificate of status. Thank you for your prompt assistance with this matter.

Sincerely,

Patrick J. Goggins

encl
VIA USPS
Transmittal (Todd)

FILED
02 APR 15 PM 12:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1528-9-8-02

D. WHITE APR 15 2002

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 2, 2002

PATRICK J. GOGGINS, P.A.
200 S BISCAYNE BLVD
MIAMI, FL 33131-2340

SUBJECT: KARYN L. TODD, PA
Ref. Number: W02000009185

We have received your document for KARYN L. TODD, PA and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please specify which Florida Statute you are applying under Professional Service Corporation or Limited Liability Company Act.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 902A00019387

ARTICLES OF INCORPORATION

The undersigned incorporator to these Articles of Incorporation, an attorney duly licensed to render legal services under the laws of the State of Florida, hereby forms a Professional Corporation for profit pursuant to the Professional Service Corporations Act and other laws of the State of Florida.

FILED
02 APR 15 PM 12:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
5-01-02

**ARTICLE I
NAME**

The name of the professional corporation shall be: **Karyn L. Todd, PA** (the "Professional Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

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

1433 NW 13th Terrace
Miami, Florida 33125-2607

**ARTICLE III
PURPOSE**

The Professional Corporation is organized for the purpose of transacting any or all lawful business for a professional corporation organized under the Professional Service Corporation Act, engaged in the practice of law.

**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares of stock that the Professional Corporation is authorized to issue and have outstanding at any one time shall be One Thousand (1,000) shares of common stock, par value One Dollar (\$1.00) per share.

**ARTICLE V
INITIAL REGISTERED AGENT AND
INITIAL REGISTERED OFFICE**

The name and Florida street address of the initial registered agent of the Professional Corporation shall be:

Karyn L. Todd
1433 NW 13th Terrace
Miami, Florida 33125-2607

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

The Professional Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws, but shall never be less than one. The name and address of the initial directors of the Professional Corporation are:

Karyn L. Todd
1433 NW 13th Terrace
Miami, Florida 33125-2607

**ARTICLE VII
PROFESSIONAL CORPORATION'S EFFECTIVE DATE**

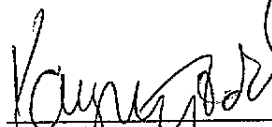
The Professional Corporation's existence shall become effective as of May 1, 2002.

**ARTICLE VIII
INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

Karyn L. Todd
1433 NW 13th Terrace
Miami, Florida 33125-2607

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 20th day of March, 2002.

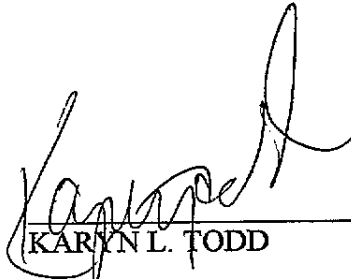
FILED
02 APR 25 PM 12:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

KARYN L. TODD

**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH: That **Karyn L. Todd, PA**, desiring to organize under the laws of the State of Florida, which will have its principal offices in Florida, has named as its agent to accept service of process within this state:

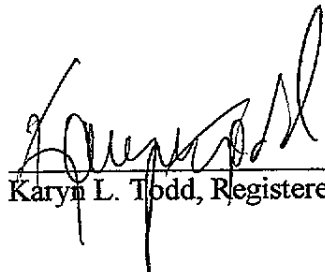
Karyn L. Todd
1433 NW 13th Terrace
Miami, Florida 33125-2607

Dated this 20th day of March, 2002.


KARYN L. TODD

ACKNOWLEDGEMENT: Having been named registered agent and to accept service of process for the above-named Professional 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 accept the obligations of my position as registered agent

Dated this 20th day of March, 2002.


Karyn L. Todd, Registered Agent