



UCC FILING & SEARCH SERVICES, INC.
 526 East Park Avenue
 Tallahassee, Florida 32301
 (850) 681-6528

HOLD
 FOR PICKUP BY
 UCC SERVICES
 OFFICE USE ONLY

April 18, 2002

POA00002086
 CORPORATION NAME (OR DOCUMENT NUMBER (S):
 Larry Cedro Associates, P...

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate

Retrieval Request

- Photocopy
- Certified Copy

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NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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 DIVISION OF CORPORATIONS
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

LARRY C. FEDRO & ASSOCIATES, P.A.

FIRST: The undersigned, Leslie Hand, whose address is 526 East Park Avenue, Tallahassee, Florida 32301 does hereby adopt the following Articles of Incorporation for the purpose of forming a professional corporation (hereinafter called the "corporation") in the State of Florida, under the Professional Service Corporation and Limited Liability Company Act, Chapter 621, and the General Laws of the State of Florida.

SECOND: The name of the corporation is Larry C. Fedro & Associates, P.A.

THIRD: The purposes for which the corporation is formed are to engage in every phase and aspect of the business of rendering the same services to the public that a licensed attorney, under the laws of the State of Florida, is authorized to render, and to engage in any other acts that are permitted by law.

FOURTH: The post office address of the principal office of the corporation in Florida is 704 N.W. 163rd Avenue, Pembroke Pines, Florida 33028, and the mailing address is the same.

FIFTH: The name and the post office address of the resident agent of the corporation in Florida are: UCC Filing & Search Services, Inc., 526 East Park Avenue, Tallahassee, Florida 32301.

SIXTH: The corporation has authority to issue 1,000 shares of stock, all of which are classified as Common Stock and have a par value of \$1.00 per share.

SEVENTH: The initial number of directors of the corporation shall be one which number may be increased or decreased pursuant to the bylaws of the corporation; and the name of the director who shall act until the first annual meeting or until their successors are elected and qualify are Larry C. Fedro, 704 N.W. 163rd Avenue, Pembroke Pines, Florida 33028.

EIGHTH: The personal liability of all of the director(s) of the corporation is hereby eliminated to the fullest extent allowed as provided by the Florida Corporation Law as the same may be supplemented and amended.

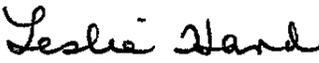
NINTH: The corporation shall, to the fullest extent legally permissible under the provisions of Florida Law, as the same may be amended and supplemented, indemnify and hold

harmless any and all persons whom it shall have power to indemnify under said provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by him in connection with any action, suit or other proceeding in which he may be involved or with which he may be threatened, or other matters referred to in or covered by said provisions both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer of the corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, Agreement or Resolution adopted by the shareholders entitled to vote thereon after notice.

TENTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act.

Dated this 18th day of April, 2002.



Leslie Hand, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

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UCC Filing & Search Services, Inc., a Florida corporation authorized to transact business in this state, having a business office identical with the registered office of the corporation named above and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Florida Statutes.

UCC Filing & Search Services, Inc.

Edward Hand

Edward Hand, President
April 18, 2002