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LAW OFFICES  
**PATRICIA M. ARIAS**  
PROFESSIONAL ASSOCIATION

2701 South Bayshore Drive, Suite 605  
Coconut Grove, Florida 33133

Tel. (305) 858-3221 • Fax (305) 856-5537

FILED  
02 JUN 25 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 20, 2002

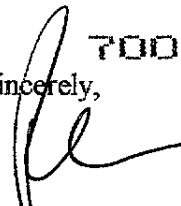
Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

RE: Incorporation of Patricia M. Arias, P.A.

Dear Sir/Madam:

Enclosed for filing are the Articles of Incorporation of the above-captioned corporation. Also, enclosed is a check in the amount of \$78.75, payable to the Secretary of State, to cover the required filing fees and a certified copy. Please return a certified copy of the Articles to me in enclosed self-addressed envelope. Should you have any questions, please do not hesitate to contact me.

Sincerely,



Patricia M. Arias

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PMA/  
Enclosure

SE  
6/25

ARTICLES OF INCORPORATION OF  
PATRICIA M. ARIAS, P.A.

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be: **PATRICIA M. ARIAS, P.A.**

ARTICLE II - NATURE OF CORPORATE BUSINESS

This Corporation, through its officers and employees, shall be authorized to engage in every aspect of the practice of Law within the State of Florida and to engage in any activity which will facilitate and promote the practice of Law. Additionally, this Corporation shall have the authority to invest its funds in real estate, mortgages, stocks, bonds, and all other types of investments permitted by Chapter 621, Florida Statutes, as amended. This Corporation shall not be authorized to engage in any business other than the practice of Law and those activities permitted by Chapter 621, Florida Statutes, as amended.

ARTICLE III - DURATION

The Corporation shall have a perpetual existence. The Corporation shall commence existence on June 17, 2002.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V - INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be: Patricia M. Arias, Esq., 2701 South Bayshore Drive, Suite 605, Miami, Florida 33173.

ARTICLE VI - MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be: PATRICIA M. ARIAS, P.A., c/o Patricia M. Arias, Esq., 5975 Southwest 89<sup>th</sup> Avenue, Miami, Florida 33173.

ARTICLE VII - INTIAL BOARD OF DIRECTORS AND OFFICERS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time. The name and post office address of the first Director, President, Vice President, Secretary and Treasurer of the Corporation is: Patricia M. Arias, Esq., 5975 Southwest 89<sup>th</sup> Avenue, Miami, Florida 33173.

ARTICLE VIII - INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is: Patricia M. Arias, Esq., 5975 Southwest 89<sup>th</sup> Avenue, Miami, Florida 33173.

ARTICLE IX - APPLICABILITY OF PROVISIONS OF P  
ROFESSIONAL SERVICE CORPORATE ACT

This Corporation is organized to constitute a professional corporation as defined by the Professional Service Corporation Act, Florida Statutes, Chapter 621. Accordingly, this Corporation, its officers, directors and stockholders, shall be subject to all Sections of said Act concerning the formation of the Corporation, the conduct of its business and the liabilities, rights, privileges and immunities of the Corporation, its officers, directors and stockholders, as specified in Chapter 621, Florida Statutes, as amended.

ARTICLE X - SPECIAL PROVISION

It is the intent if the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S Corporation.

ARTICLE XI - INDEMNIFICATION

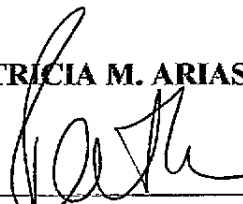
The Corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the Corporation, or any former officer, director, employee or agent of the Corporation, or any person who at the request of the Corporation is or was saving as a director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

**PATRICIA M. ARIAS, ESQ.**




\_\_\_\_\_  
Patricia M. Arias, Esq.

STATE OF FLORIDA                    )  
  ) ss:  
COUNTY OF MIAMI-DADE         )

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of June, 2002 by, Patricia M. Arias, who is personally known to me or who has produced \_\_\_\_\_ as identification, and acknowledged that he executed said Articles of Incorporation and who did take an oath.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

Elena M. Borrego  
(Print, Type or Stamp Commissioned Name of Notary Public)

 Elena M Borrego  
My Commission CC853346  
Expires July 11, 2003

CERTIFICATE OF REGISTERED AGENT OF PATRICIA M. ARIAS, P.A.

Pursuant to Section 607.0501 and 607.0505 of the Florida Statutes, the following is submitted, in compliance therewith:

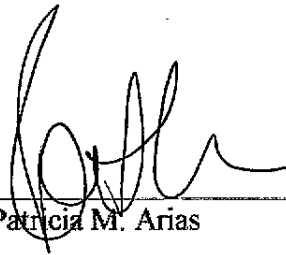
That PATRICIA M. ARIAS, P.A., desiring to organize under the laws of the State of Florida, has named Patricia M. Arias, Esq., 2701 South Bayshore Drive, Suite 605, Miami, Florida 33133, County of Miami-Dade, State of Florida, agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at this place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent, including the obligations provided in Florida Statutes Section 607.0505.

Dated this 20<sup>th</sup> day of June, 2002.

By: \_\_\_\_\_

  
Patricia M. Arias