

P02000121937

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

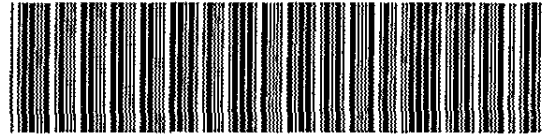
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900008754859

11/04/02--01112--010 **78.75

W02-31941

FILED
2002 NOV 15 AM 8 46
TOLSON
FBI

11-15-02
T.B.

NAGEL & FELIPE, LLP
ATTORNEYS AT LAW

888 Brickell Avenue, Fifth Floor
Miami, Florida 33131
Telephone: (305) 381-8500
Facsimile: (305) 381-6225
www.nagelfelipe.com

November 13, 2002

Mr. Tim Burch, Document Specialist
New Filing Section
FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

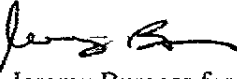
SUBJECT: MARCELL FELIPE, P.A.
Ref. Number: W02000031941

Dear Mr. Burch:

I hope this letter finds you well. In reference to the above-captioned subject and reference number, and your letter dated November 7, 2002, enclosed herewith please find the following documentation:

1. Copy of your letter dated November 7, 2002.
2. Original revised Articles of Incorporation.
3. Copy of revised Articles of Incorporation.

Please feel free to contact us via telephone if you require any additional information regarding the foregoing.

Best Regards,
NAGEL & FELIPE, LLP

Jeremy Burgess for
MARCELL FELIPE, ESQ.



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 7, 2002

NAGEL & FELIPE, LLP
ATTN: MARCELL FELIPE, J.D.
888 BRICKELL AVE FIFTH FLOOR
MIAMI, FL 33131

SUBJECT: MARCELL FELIPE, P.A.
Ref. Number: W02000031941

We have received your document for MARCELL FELIPE, P.A. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

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) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 902A00060855

ARTICLES OF INCORPORATION
OF
MARCELL FELIPE, P.A.

FILED
2002 NOV 15 AM 8 46
TALLAHASSEE FLORIDA

The undersigned incorporator hereby executes, acknowledges and files with the Florida Department of State the following Articles of Incorporation (the "Articles") for the purpose of organizing a professional association under the Florida Business Corporation Act (the "Act").

ARTICLE I - Name

The name of the professional association is **MARCELL FELIPE, P.A.**

ARTICLE II - Principal Office

The initial principal place of business or mailing address of the professional association shall be 888 Brickell Avenue, 5th Floor, Miami, Florida 33131.

ARTICLE III - Term of Existence

This professional association shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV - Nature of Business

This professional association is organized for the purpose of performing all duties of a law firm.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this professional association shall be 888 Brickell Avenue, 5th Floor, Miami, Florida 33131 and the name of the initial registered agent of this professional association at that address is Marcell Felipe.

ARTICLE VI - Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the professional association shall be managed under the direction of its board of directors. The Corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the first members of the board of directors are:

<u>Name:</u>	<u>Address:</u>
MARCELL FELIPE, J.D.	888 Brickell Avenue, 5 th Floor Miami, Florida 33131

ARTICLE VII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that such bylaws shall not be altered, amended or repealed by the board of directors.

ARTICLE VIII - Incorporator


The name and address of the subscriber to these Articles are:

<u>Name:</u>	<u>Address:</u>
Marcell Felipe, J.D.	888 Brickell Avenue 5 th Floor Miami, Florida 33131

ARTICLE IX

The number of shares of stock is: 1,000

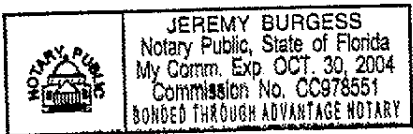
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation in the City of Miami, State of Florida this 30th day of October, 2002.

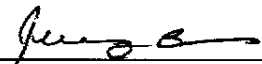

_____(SEAL)
MARCELL FELIPE, Incorporator

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

BEFORE ME, the undersigned authority, this day personally appeared MARCELL FELIPE, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did acknowledge before me that he made and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in Miami- Dade County, Florida this 30th day of October, 2002.



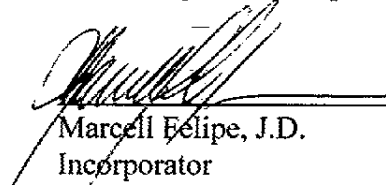


Printed Name: Jeremy Burgess
Notary Public, State of Florida
My Commission Expires: 10/30/2004

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Section 48.091, Florida Statutes, the following is submitted:

MARCELL FELIPE, P.A. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at City of Miami, State of Florida has named Marcell Felipe, J.D., located at 888 Brickell Avenue, 5th Floor, Miami, Florida 33131 as its agent to accept service of process within Florida.

 (SEAL)
Marcell Felipe, J.D.
Incorporator

Dated: 10/30/02, 2002

Having been named to accept service of process for the above stated professional association, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

 (SEAL)
MARCELL FELIPE, J.D.
Registered Agent

Dated: 10/30/02, 2002

FILED
2002 NOV 15 AM 8:46
MILWAUKEE
FLORIDA