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FLORIDA PROFIT CORPORATION OR P.A.

law offices of michael b. morsillo, p.a.

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| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 05 |
| Estimated Charge | \$78.75 |

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ARTICLES OF INCORPORATION

OF

LAW OFFICES OF MICHAEL B. MORSILLO, P.A.

The undersigned incorporator to these articles of incorporation, being duly licensed to practice law under the laws of the State of Florida, adopts these articles to form a corporation under the professional service corporation and limited liability company act, F.S., Chapter 621, and other laws of the State of Florida.

ARTICLE I - NAME

The name of the this professional service corporation shall be LAW OFFICES OF MICHAEL B. MORSILLO, P.A.

ARTICLE II - CORPORATE EXISTENCE

The existence of this professional service corporation shall commence on the 15th day of November, 2002; provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to Florida law for the commencement of corporate existence. The duration of this professional service corporation shall be perpetual.

ARTICLE III - PURPOSE

This professional service corporation is formed to engage in every faze and aspect of the practice of law. This corporation is organized for the sole and specific purpose of rendering professional legal services. In addition, this corporation shall be authorized to transact any and all lawful business as provided by F.S., Chapter 621, professional services corporation act, as it exists on the date hereof or as it may hereafter be amended, including but limited to investing the funds of this professional service corporation in real estate, mortgages, stocks, bonds, or any type of

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investment, in owning real and personal property necessary for the rendering of professional services,

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

| <u>NUMBER OF SHARES AUTHORIZED</u> | <u>PAR VALUE PER SHARE</u> | <u>CLASS OF STOCK</u> |
|---|---------------------------------------|----------------------------------|
| 100 | \$1.00 | Common |

None of the shares of this professional service corporation may be issued or transferred to anyone other than an individual duly licensed to practice law in the State of Florida.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this professional service corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE

The principal place of business and mailing address of this professional service corporation shall be : 345 East Commercial Blvd., Fort Lauderdale, Florida 33334

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this professional service corporation and the name of the initial registered agent of this corporation at such address are as follows:

REGISTERED AGENT

Michael B. Morsillo

**STREET ADDRESS OF
REGISTERED OFFICE**

345 East Commercial Blvd.
Fort Lauderdale, Florida 33334

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This professional service corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The initial director of this professional service corporation shall be the Incorporator named below.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

NAME

Michael B. Morsillo, Esq.

ADDRESS

345 East Commercial Blvd.
Fort Lauderdale, Florida 33334

ARTICLE X - INDEMNIFICATION

This professional service corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 18 day of November, 2002.

Incorporator and Initial Member
of Board of Directors:

Michael B Morsillo Esq

Michael B. Morsillo, Esq.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF CHAPTERS 607 and 621, FLORIDA STATUTES, THE UNDERSIGNED PROFESSIONAL SERVICE CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Professional Service Corporation is LAW OFFICES OF MICHAEL B. MORSILLO, P.A.
2. The name and address of the registered agent and office is:

Michael B. Morsillo, Esq.
345 East Commercial Blvd.
Fort Lauderdale, Florida 33334

Having been named as registered agent and to accept service of process for the above stated Professional Service 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 I am familiar with and accept the obligations of my position as registered agent.

BY:

Michael B Morsillo ESQ
Michael B. Morsillo, Esq.

November 18, 2002.

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