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FLORIDA PROFIT CORPORATION OR P.A.

alfred rosenstein, pc, p.a.

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This Instrument was prepared by:
David M. Goldstein, Esquire
200 S. Biscayne Boulevard, Suite 1880
Miami, Florida 33131
(Florida Bar No. 156003)

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SECRETARY OF STATE
ALLIANCE

(6)

ARTICLES OF INCORPORATION

OF

ALFRED ROSENSTEIN, PC, P.A.

The undersigned incorporator, of whom is licensed or otherwise legally authorized to practice law or perform the services of an attorney in the State of Florida, associates himself with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

ARTICLE I - NAME

The name of this corporation is **ALFRED ROSENSTEIN, PC, P.A.**

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be located at:

200 S. Biscayne Boulevard, Suite 1880
Miami, Florida 33131

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

200 S. Biscayne Boulevard, Suite 1880
Miami, Florida 33131

and the name of the initial registered agent of this corporation is:

DAVID M. GOLDSTEIN, ESQUIRE

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ARTICLE IV - DURATION

The period of the corporation's duration shall be perpetual until dissolved on a vote off the shareholders as provided in these articles.

ARTICLE V - PURPOSE

This corporation is organized for the purposes of engaging in the practice of law as a professional law corporation and to carry on services incident to the practice of law. The practice of law is the sole and exclusive professional service to be rendered by this corporation; to own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation; and all lawful business for which corporations may be incorporated in accordance with applicable Florida Statutes.

ARTICLE VI - CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any ne time is 500 shares. These shares shall be of a single class of common stock, and shall have a value of \$1.00 per share.

ARTICLE VII - CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

Alfred Rosenstein
c/o David M. Goldstein
200 S. Biscayne Boulevard, Suite 1880
Miami, Florida 33131

ARTICLE IX - INCORPORATORS

The name(s) and address(es) of the person(s) signing the Articles of this corporation is (are):

David M. Goldstein
200 S. Biscayne Boulevard, Suite 1880
Miami, Florida 33131

ARTICLE X - BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 10 days following the issuance of the Certificate of Incorporation. Following the adoption of by laws by manner of adoption, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

ARTICLE XI - DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro-rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 19th day of February, 2003.


DAVID M. GOLDSTEIN, Incorporator

STATE OF FLORIDA

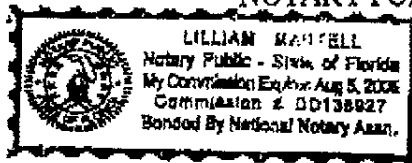
COUNTY OF MIAMI-DADE

BEFORE ME, a notary public, authorized to take acknowledgments in the State and County set forth above, personally appeared DAVID GOLDSTEIN, who produced his Florida Driver's License as the required form of identification, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed these Articles of Incorporation.

IT WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 19th day of February, 2003.


NOTARY PUBLIC, State of Florida

My Commission expires:



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ACKNOWLEDGMENT AND CONSENT
OF REGISTERED AGENT

Having been named initial registered agent to accept service of process on the corporation
at the initial registered office designated in these Articles of Incorporation, I hereby accept such
status and consent to act in this capacity and agree to comply with all requirements of law pertaining
thereto.


DAVID M. GOLDSTEIN, ESQUIRE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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