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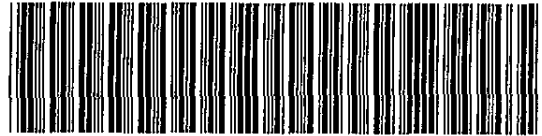
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CLERK OF STATE
TALLAHASSEE, FLORIDA

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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MARGIE MARTIN LOUIS, L.P.A., P.A.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
MARGIE MARTIN LUIS, C.P.A., P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to organize a professional service corporation for the purposes hereinafter stated, pursuant to the laws of the State of Florida, hereby certifies as follows:

ARTICLE I

NAME

The Name of the Corporation Shall be and is :

MARGIE MARTIN LUIS, C.P.A., P.A.

ARTICLE II

PURPOSE

The general nature of the professional services to be rendered by this professional service corporation shall be as follows, to-wit :

- (a) To engage in every phase and aspect of the business of rendering the same professional services to the public that a **certified public accountant**, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice therein.
- (b) To buy, sell, deal in and exchange shares of its own capital stock, except that the corporation shall not issue any of its capital stock, to anyone other than an individual who is duly licensed or otherwise legally authorized to render professional services in a certified public accounting practice within the State of Florida. No shareholder of this corporation shall enter into a

voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

- (c) To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the rendering of professional services.
- (d) To do all and everything necessary and proper for the accomplishments of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purpose or the attainment of the objects or the furtherance of such purposes or objects of this corporation.
- (e) Without limiting the generality of any of the foregoing language, the corporation shall have all the powers which are now or which may hereafter be conferred upon professional service corporations by the laws of the State of Florida.

ARTICLE III

Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is one thousand (1,000) Shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

Existence

This corporation shall have perpetual existence.

ARTICLE V

Principal Office/Initial Registered Agent

The principal office/ mailing address of the corporation is:

MARGIE MARTIN LUIS, C.P.A.
4520 Santa Maria Street
Coral Gables, Florida 33146

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

JUAN E. FIGUERAS, ESQUIRE
7050 S.W. 86 AVE.
MIAMI, FLORIDA 33143

ARTICLE VI

Stock Transferability

No Stockholder of this corporation may sell or transfer his shares in this corporation except to another individual who is eligible to be a Stockholder of a professional service corporation within the laws of the State of Florida.

ARTICLE VII

Stock Ownership

The Board of Directors shall require any Officer, Stockholders, agent, or employee of this corporation, who has been rendering professional services in a

certified public accounting practice to the public and who becomes legally disqualified to render such professional services within the State of Florida, or who is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continuing to render such professional services, to sever all employment with, and financial interest in, this corporation forthwith.

ARTICLE VIII

Directors

This corporation shall have One (1) Director initially. The number of Directors may be increased or diminished, from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one (1).

ARTICLE IX

Initial Director

The name and street address of the first member of the Board of Directors is:

MARGIE MARTIN LUIS, C.P.A.
4520 Santa Maria Street
Coral Gables, Florida 33146

The said Director is of full age and a citizen of the United States of America. The aforesaid Director shall hold her respective office until the first Annual Meeting of Stockholders or until her successor(s) are elected and has(have) qualified.

ARTICLE X

Subscriber

The name and street address of the subscriber to the Article of Incorporation, who is a certified public accountant, duly licensed under the laws of the State of Florida to render services as such, is:

MARGIE MARTIN LUIS, C.P.A.
4520 Santa Maria Street
Coral Gables, Florida 33146

ARTICLE XI

Initial Officers

The names and street addresses of the initial officer(s) of this corporation is/are:

MARGIE MARTIN LUIS, C.P.A. -- PRESIDENT, SECRETARY & TREASURER
4520 Santa Maria Street
Coral Gables, Florida 33146

ARTICLE XII

By-Laws

The By-Laws of the corporation may be created, amended or changed by the
Stockholders or Directors at any regular or special meeting, duly held.

ARTICLE XIII

Contracts

No contract or other transaction between this corporation and any other
corporation shall be affected by the fact that any Director of this corporation is interested
in, or is a director or officer of, such other corporation, and any Director, individually or
jointly, may be a party to, or may be interested in, any contract or transaction of this
corporation or in which this corporation is interested; and no contract, or other

transaction of this corporation with any person, firm, or corporation, shall be affected by the fact that any Director of this corporation is a party in any way connected with such person, firm, or corporation, and every person who may become a Director of this corporation is hereby relieved for any liability that might otherwise exist from contracting with the corporation for the benefits of himself or any firm, association, or corporation in which he may be in any way interested.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledges these Articles of Incorporation this 5 day of August, 2003.


MARGIE MARTIN LUIS, C.P.A.

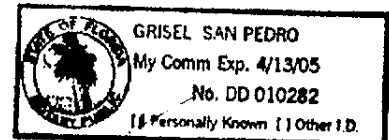
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this 5th day of August, 2003, personally appeared before me, an officer duly authorized to administer oaths and to take acknowledgements, MARGIE MARTIN LUIS, C.P.A., to me well known and known to me to be the person who executed the foregoing Articles of Incorporation of MARGIE MARTIN LUIS, C.P.A., P.A. a Florida corporation, and acknowledges that she signed and executed same for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Florida, the day and year above written.


NOTARY PUBLIC

My commission expires: State of Florida at Large.



FILED

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

03 AUG 12 PM 1:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: MARGIE MARTIN LUIS, C.P.A., P.A.
2. The name and address of the registered agent and office is:

JUAN E. FIGUERAS, ESQUIRE
7050 S.W. 86th Avenue
Miami, Florida 33143

Signature

Margie Martin Luis
MARGIE MARTIN LUIS, C.P.A., PRESIDENT

Date: August 5, 2003.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.

DATED THIS 5th DAY OF August, 2003.

Juan E. Figueras
JUAN E. FIGUERAS, ESQUIRE
REGISTERED AGENT