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Account Number : I20020000038  
Phone : (561) 368-9080  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**Brooks & Associates, P.A.**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 17, 2003

ROBERT K BROOKS, PLC

SUBJECT: BROOKS & ASSOCIATES, P.A.  
REF: W03000030242

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FAX Aud. #: H03000298827  
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**EFFECTIVE DATE****10-17-03****ARTICLES OF INCORPORATION****OF****BROOKS & ASSOCIATES, P.A.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these articles of incorporation, being duly licensed to practice law under the laws of the state of Florida, adopt these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 821, and other laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Professional Service Corporation is **BROOKS & ASSOCIATES, P.A.**

**ARTICLE II. DATE AND TERM OF EXISTENCE**

The existence of the Corporation shall begin on October 17, 2003. The professional serviver corporation shall have perpetual existence starting on the date these articles or Incorporation are filed by the Florida Department of state.

**ARTICLE III. PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation is:  
370 W. Camino Gardens Blvd., Ste. 210, Boca Raton, Florida 33432

**ARTICLE IV. PURPOSE**

The professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds or any other type of investment, and own real and personal property necessary for the rendering of professional services.

**ARTICLE V. CAPITAL STOCK**

The capital stock of the professional service corporation shall be 10 million shares, consisting of 5 million shares of common stock the corporation is authorized to issue (\$.001 par value), and 5 million shares of preferred stock, (\$.001 par value) All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The corporation shall have authority to issue Preferred Stock of several classes, having such voting powers, designations,

preferences, rights, qualifications, limitations or restrictions of or on the shares of such Preferred Stock of a single class or the holders thereof as shall be determined by and set forth in a resolution or resolutions of the Board of Directors of the Corporation. The Corporation may issue rights, options, and warrants with respect to the stock of the Corporation, and the Board of Directors shall determine the terms and conditions upon which the rights, options or warrants are issued.

#### **ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE**

The initial registered agent for the Corporation at that address is Robert K. Brooks, Esq. The initial street address of the Corporation's registered office is 370 West Camino Gardens Blvd., Suite 210, Boca Raton, Florida 33432.

#### **ARTICLE V. OFFICERS/DIRECTORS**

The Directors and Officers of the Company will be the following:

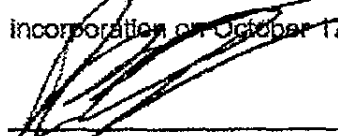
Name: Robert K. Brooks, Chairman of the Board; Chief Executive Officer, President

Address: 6822 Via Regina, Boca Raton, Florida 33433

#### **ARTICLE VI**

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these articles of Incorporation on October 17, 2003



Robert K. Brooks

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

03 OCT 20 AM 7:35

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF F.S. Chapter 621, THE UNDERSIGNED 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 corporation is: BROOKS & ASSOCIATES, P.A.
2. The name and address of the registered agent and office is:

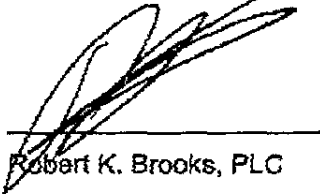
Robert Brooks, Esq.

**Robert K. Brooks, PLC**

370 W. Camino Gardens Blvd., Suite 210

Boca Raton, FL 33432

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.



Robert K. Brooks, PLC

October 17, 2003