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To:

Division of Corporations
Fax Number : (850) 205-0381

EFFECTIVE DATE
1-1-04

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

benenfeld and brauwerman, p.a.

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ARTICLES OF INCORPORATION

OF

BENENFELD AND BRAUNERMAN, P.A.

⑦

The undersigned incorporator does hereby make, subscribe, sign, execute, acknowledge and deliver for filing these Articles of Incorporation for the purpose of organizing a professional corporation pursuant to the Professional Service Corporation and Limited Liability Company Act and under the Florida Business Corporation Act.

EFFECTIVE DATE

1-1-04

ARTICLE I. NAME

The name of the corporation shall be:

BENENFELD AND BRAUNERMAN, P.A.

ARTICLE II. ADDRESS

The principal office or mailing address of the corporation is:

Suite #265
2 South University Drive
Plantation, Florida, 33324

Bruce J. Benenfeld, Esquire
Suite #265
2 South University Drive
Plantation, Florida, 33324
Phone: (954-382-4321)
Fax: (954-382-4322)
Florida Bar No. 217311

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ARTICLE III. NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation is:

To engage in every phase and aspect of the business of rendering legal services to the public that an attorney-at-law licensed under the laws of the State of Florida is authorized to render, provided such legal services shall be rendered only through officers, employees, and agents who are duly licensed, or otherwise legally authorized to engage in the practice of legal services within the State of Florida.

To purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and invest in, deal in and with, real and personal property necessary for the rendering of legal services.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate indebtedness as required.

To consolidate or merge with or purchase the assets of another domestic professional corporation rendering the same professional services.

To invest in, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of real estate, mortgages, stocks, bonds, or any other type of investment.

The foregoing paragraph shall be construed as enumerating both objects and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit and restrict in any manner the purpose of this corporation otherwise permitted by law.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of its initial registered office of the corporation is: 2 South University Drive, Suite #265, Plantation, Florida, 33324, and the name of the initial registered agent of the corporation at said address is BRUCE J. BENENFELD.

ARTICLE VI. TERM OF EXISTENCE

The corporation shall have perpetual existence unless sooner dissolved according to law. The corporation shall commence its corporate existence on January 1, 2004 at 12:00 a.m.

ARTICLE VII. DIRECTORS

The corporation shall have two (2) directors 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 (1).

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The names and addresses of each persons who are to serve as

members of the first Board of Directors are:

BRUCE J. BENENFELD
2 South University Drive
Suite #265
Plantation, Florida, 33324

SUZAN C. BRAUWERTMAN
5755 N.W. 38 Avenue
Boca Raton, Florida 33596

ARTICLE IX. LIMITATION OF ISSUANCE AND TRANSFER OF STOCK

The Corporation may not issue any shares of its capital stock to anyone other than a professional corporation or an individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the corporation was incorporated. No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares of the capital stock of this corporation.

ARTICLE X. RESTRAINT ON ALIENATION OF SHARES

No shareholder of this corporation may sell or transfer his shares in this corporation except to another professional corporation or individual who is eligible to be a shareholder of this corporation.

ARTICLE XI. PROFESSIONAL SERVICE CORPORATION ACT

The Corporation shall be a professional corporation within the meaning of the Professional Service Corporation and Limited Liability Company Act, and the corporation, its shareholders,

directors and officers shall have all of the applicable rights, powers and privileges set forth in or permitted under such Act and shall be subject to all of the applicable restrictions and limitations set forth in or required under such Act.

ARTICLE XII. INCORPORATOR

The name and address of the sole incorporator of this corporation is:

**Suzan C. Brauweran
5755 N.W. 38 Avenue
Boca Raton, Florida 33596**

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 9 day of December, 2003.


Suzan C. Brauweran
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

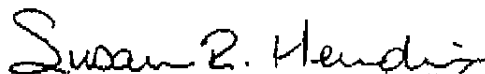
BE IT REMEMBERED that on the 11th day of December, 2003, before me, a Notary Public, duly commissioned, personally appeared SUZAN C. BRAUWERMAN, known to me to be the person who signed the same and he did acknowledge that she signed, sealed and delivered the same as her voluntary act and deed and that the facts therein stated were truly set forth.

The person described herein is personally known to me, or produced FL DRIVER LICENSE, as identification, and did take an oath.

GIVEN under my hand and seal the day and year aforesaid.



Susan R. Hendrix
My Commission 00072830
Expires November 18, 2006


NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:

TOTAL P.07

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ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent for the above-named Corporation, I hereby agree to accept the appointment.


BRUCE J. BENENFELD, ESQ.

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