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**FLORIDA PROFIT CORPORATION OR P.A.**

**albareda, rosso, maluje, & nies, p.a.**

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ARTICLES OF INCORPORATION

OF

ALBAREDA, ROSSO, MALUJE, & NIES, P.A.

The undersigned incorporator, for purposes of forming a professional service corporation under the Florida Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the professional service corporation is ALBAREDA, ROSSO MALUJE & NIES, P.A. (the "Corporation").

ARTICLE II

The street address of the initial principal office and mailing address of the Corporation is 12585 NE 7<sup>th</sup> Avenue, North Miami, FL 33161.

ARTICLE III

The Corporation is authorized to issue one hundred (100) shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

The street address of the initial registered office of the Corporation is 12585 NE 7<sup>th</sup> Avenue, North Miami, FL 33161 and the registered agent at that address is Adelaida A. Albareda, Esq.

ARTICLE V

The corporation shall initially have one director to hold office until the first annual meeting of shareholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names of the initial directors are Adelaida A. Albareda, Esq., and C. Carolina Maluje, Esq., and the address of the initial directors will be 12585 NE 7<sup>th</sup> Avenue, North Miami, FL 33161

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#### ARTICLE VI

The names of the incorporators are Adelaida A. Albareda, Esq. And C. Carolina Maluje, Esq., and the address of the incorporators is 12585 NE 7<sup>th</sup> Avenue, North Miami, FL 33161.

#### ARTICLE VII

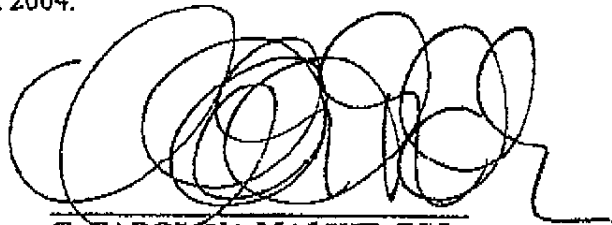
The general nature of the business and the proposed objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same effect as natural persons might or could do, viz:

1. To engage in every phase and aspect of the practice of law and to render professional legal services to any and all persons, forms, corporations, and other entities, and to the general public, in the State of Florida and all of its political subdivisions and in every jurisdiction and before all courts and public and administrative bodies and otherwise, throughout the world, unless prohibited by law.
2. To invest its funds in real estate, mortgages, stocks, bonds, or other types of investments, and to own real or personal property necessary for the rendering of the aforesaid professional services.
3. In general, to do all things and perform all acts necessary and proper for the accomplishment of the aforesaid purposes or necessary or incidental to the achievement of the objectives of the Corporation, and to have and exercise all powers of any nature whatsoever permitted or conferred by law upon corporations in general, unless specifically prohibited by the Professional Service Corporation and Limited Liability Company Act of the State of Florida, including and subsequent to amendments thereto.
4. The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of special powers shall not be held to limit or restrict in any manner of the powers of this Corporation.

IN WITNESS WHEREOF, the undersigned incorporators has executed these Articles of Incorporation this 12<sup>th</sup> day of August 2004.



ADELAIDA A. ALBAREDA, ESQ.  
INCORPORATOR



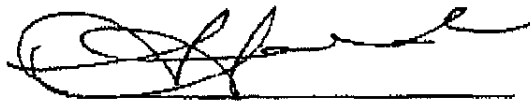
C. CAROLINA MALUJE, ESQ.  
INCORPORATOR

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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

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 positions as registered agent.

Dated: August 12<sup>th</sup>, 2004.



ADELAIDA A. ALBAREDA, ESQ.  
INITIAL REGISTERED AGENT

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