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STUDY
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FLORIDA PROFIT CORPORATION OR P.A.

JOSEPH A. SORCE & ASSOCIATES, P.A.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
JOSEPH A. SORCE & ASSOCIATES, P.A.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be JOSEPH A. SORCE & ASSOCIATES, P.A. The existence of this corporation shall commence upon the filing of these Articles of Incorporation and shall continue perpetually unless dissolved by law.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

25 S.E. Second Avenue
Suite 1235
Miami, Florida 33131

ARTICLE III

NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

The nature of business for this Professional Association is Law.

ARTICLE IV

CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock with par value of one (\$1.00) dollar per share.

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ARTICLE V

INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is:

Joseph A. Sorce, Esq.
25 S.E. Second Avenue
Suite 1235
Miami, Florida 33131

ARTICLE VI

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Joseph A. Sorce & Associates, P.A.
25 S.E. Second Avenue
Suite 1235
Miami, Florida 33131

ARTICLE VII

OFFICERS AND DIRECTORS

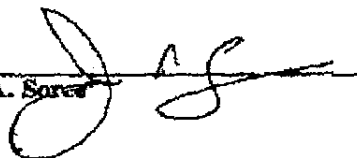
The initial board of directors of the corporation shall be composed of one director. The name and address of the initial officer and director who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

Joseph A. Sorce
25 S.E. Second Avenue
Suite 1235
Miami, FL 33131

President and Secretary

The undersigned Incorporator has executed these Articles of Incorporation this ____ day of _____, 2004.

Joseph A. Sorce



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CERTIFICATE OF DESIGNATION

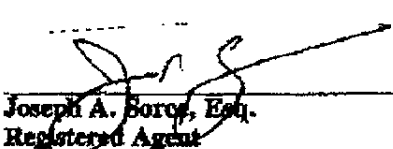
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of sections 607.0501, Florida Statutes, 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: **JOSEPH A. SORCE & ASSOCIATES, P.A.**
2. The name and address of the registered agent and office is:

**Joseph A. Sorce, Esq.
25 S.E. Second Avenue
Suite 1235
Miami, Florida 33131**

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 the 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.



**Joseph A. Sorce, Esq.
Registered Agent**

Dated: _____, 2004

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