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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

TRANSMITTAL LETTER

August 31, 2004

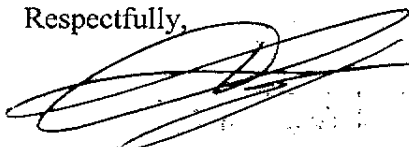
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: The Law Offices of Anne V. Alper, P.A.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$87.50 to cover the filing fee, certified copy and certificate.

FROM: Law Offices of Brown & Brown, P.A.
600 South Andrews Ave.
Suite 600
Fort Lauderdale, Florida 33301

Respectfully,

A handwritten signature in black ink, appearing to read "Christopher M. Brown", is written over a horizontal line.

Christopher M. Brown Esq.

Enclosures

ARTICLES OF INCORPORATION

OF

LAW OFFICES OF ANNE V. ALPER, P.A.

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TALLAHASSEE, FLORIDA

The undersigned, hereby present these Articles for the purpose of forming a professional corporation by and under the provisions of Section 607 of Florida statutes, providing for the formation, liability, rights, privileges and immunities of a professional service corporation.

ARTICLE I - NAME

The name of the corporation shall be:

Law Offices of Anne V. Alper, P.A.

ARTICLE II - ORGANIZATION

This corporation is organized for the following purpose:

a. To engage in the practice of law as a professional law corporation and to carry on services incident thereto. The practice of law is the sole and exclusive professional service to be rendered by this corporation.

b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

c. The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom has been admitted to the bar of, and is duly authorized to practice of law in, the State of Florida.

ARTICLE III - CAPITAL STOCK

The total number of shares of stock which the corporation shall have the authority to issue is One Hundred shares, all of which shares shall be with \$1.00 par value and shall have equal rights, privileges and voting power.

Shares of stock of this corporation shall be paid for in cash at a valuation to be fixed by the affirmative vote of the majority of the Board of Directors, but may be paid for by property, labor or services, whenever the Board of Directors so authorized by unanimous consent.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00). The proceeds of stock subscribed for will be at least as much as the amount necessary to do business.

ARTICLE V - PERPETUAL EXISTENCE

This corporation is to have perpetual existence.

ARTICLE VI - ADDRESS

The principal office of this corporation is to be located at One Financial Plaza, Suite 2626, Fort Lauderdale Florida 33394, or in such other location as the Board of Directors may determine.

ARTICLE VII - DIRECTORS

The number of the members of the Board of Directors of this corporation shall not be less than one (1). The number of Directors may be increased or decreased from time to time according to by-laws adopted by the corporation. If required by the ethics of the legal profession, the Directors shall be required to possess the same professional qualifications as shareholders are required to possess.

ARTICLE VIII - INITIAL DIRECTORS

The name and post office address of the officer and of the First Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the By-laws,

and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified, are as follows:

<u>Name</u>	<u>Address</u>
Anne Alper	One Financial Plaza, Suite 2626, Fort Lauderdale Florida 33394

ARTICLE IX - SUBSCRIBERS

The names and post office addresses of each subscriber of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Anne Alper	One Financial Plaza, Suite 2626, Fort Lauderdale Florida 33394

ARTICLE X - VOTING TRUSTS

No shareholders 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 and all of this shares.

ARTICLE XI - 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 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 from any liability that might otherwise exist from contracting with this corporation for the benefit of herself or any firm, association or corporation in which she may be in any way interested.

ARTICLE XII - RESTRAINT OF ALIENATION OF SHARES

The shareholders of this corporation shall have the power to include in the by - laws, adopted by a majority of the shareholders of this corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of this corporation shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as relevant terms, conditions, and details hereof, shall be determined by the shareholders of this corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such stock. No shareholder of this corporation may sell or transfer her share therein except to another individual who is

eligible to be a shareholder of this corporation. If any shareholder becomes legally disqualified to practice law in the State of Florida, or is elected to a public office, or accepts employment that places restrictions or limitations upon her continuous rendering of such professional services, such shareholder's shares shall immediately become subject to purchase by this corporation in accordance with the by-laws adopted by the shareholders.

ARTICLE XIII - RESIDENT AGENT

The corporation hereby appoints Anne Alper, whose address is Anne Alper One Financial Plaza, Suite 2626, Fort Lauderdale Florida 33394, to serve as resident agent for the corporation as provided in the applicable Florida Statutes.

IN WITNESS WHEREOF, the undersigned has made and subscribed to this Certificate of Incorporation at Broward County, Florida for the uses and purposes aforesaid, this 31 day of August, 2004.



Anne Alper

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this 31 day of August, 2004,
personally appeared before me, the undersigned Notary Public in and for the State of
Florida, Anne Alper, party to the foregoing Articles of Incorporation, and acknowledged
that she did make, subscribe and acknowledge the foregoing Articles of Incorporation as
and for her voluntary act and deed, and that the facts therein set forth are true and correct
as given under my hand and official seal, the day and the year above-written at Broward
County, Florida.



Valeri L. Thompson
Commission #DD230707
Expires: Aug 20, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

Valeri L. Thompson
Notary Public
State of Florida at Large

My commission expires:

Acknowledged by registered agent:

Having been named to accept service of process for the service of process for the
above stated corporation, at place designated in this certificate, I hereby accept to act in
this capacity, and agree to comply with the provision of said Act relative to keeping open
said office.

Anne Alper
Registered Agent

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/ REGISTERED OFFICE

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

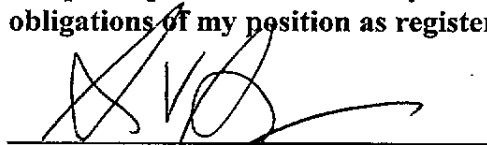
PURSUANT TO THE PROVISIONS OF SECTION 621, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Law Offices of Anne V. Alper, P.A.

2. The name and address of the registered agent and office is:

**Anne Alper
One Financial Plaza, Suite 2626,
Fort Lauderdale Florida 33394**

Having been named as a 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 further 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.



Anne Alper