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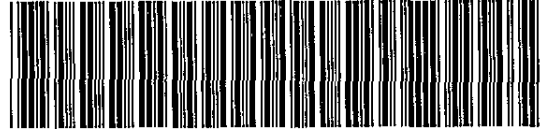
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. MILLER & JACOBS, P.A.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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**NEW FILINGS**

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

**AMENDMENTS**

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

**OTHER FILINGS**

- Annual Report
- Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

**Examiner's Initials**

**ARTICLES OF INCORPORATION  
OF  
MILLER & JACOBS, P.A.**

THE UNDERSIGNED hereby associate themselves for the purpose of becoming a professional service corporation pursuant to Florida Statutes 621 and 607 under the laws of the State of Florida ( Florida General Corporation Act F.S. 607), as they now exist or may be amended, pursuant to the following Articles of Incorporation.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the professional service corporation is:  
MILLER & JACOBS, P.A. and the principle place of business and mailing address is 6600 S. Federal Highway, Suite 1101, Pompano Beach, Florida 33062.

**ARTICLE II**

The duration of this professional service corporation shall be perpetual and shall commence on the date of the execution and acknowledgment of these Articles of Incorporation.

**ARTICLE III**

The purpose or purposes for which the professional service corporation is formed is to engage in any activity within the purposes for which professional service corporations may be formed under the Laws of the State of Florida pursuant to Florida Statutes 621 and 607. The specific nature of the professional service corporation is the Practice of Law.

**ARTICLE IV**

The total authorized shares:  
1. Common Shares 100 Shares valued at \$10.00 a share to Mark J. Miller.

2. Common Shares 100 Shares valued at \$10.00 a share to Rick S. Jacobs.

Preferred Shares none.

3. A statement of all or any of the relative rights, preferences and limitations of the shares are as follows:

Each Shareholder is a member of the Board of Directors and elects and appoints one member as an officer of the professional service corporation.

4. All Shares of common stock are not transferable and are restricted. The professional service corporation has the sole option to buy back the shares at their value within 90 days of notification that a shareholder has died, has been declared incompetent, retired, or no longer wants to be associated with the professional service corporation.

5. If a vacancy exists on the Board of Directors the shareholder that elected the prior director may appoint a director to fill the position.

#### ARTICLE V

The holders of the outstanding common stock shall be entitled to receive, when and as declared by a majority vote of the Board of Directors, dividends payable either in cash, in property, or in shares of common stock of the professional service corporation.

#### ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this professional service corporation of common stock, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VII

##### ARTICLE VIII

This professional service corporation shall have all those rights, powers and duties as delineated

in Florida Statutes, Chapter 621 and 607, as it now exists or may be hereafter amended: including but not limited to any lawful purpose pursuant to the Laws of the State of Florida.

1. The address of the registered office is:  
1600 S. Federal Highway, Suite 1101, Pompano Beach, Florida 33062.
2. The name of the registered agent at the registered office is:  
Rick S. Jacobs, Esquire

#### **ARTICLE VIII**

The names and addresses of the incorporators are as follows:

- Mark J. Miller, 1600 S. Federal Highway, Suite 1101, Pompano Beach, Florida 33062.  
Rick S. Jacobs, 1600 S. Federal Highway, Suite 1101, Pompano Beach, Florida 33062.

#### **ARTICLE IX**

1. The shareholders may amend these articles of incorporation by a majority vote of the shareholders. All Shareholders must be present at the meeting to have a quorum.  
Federal Highway, Suite 1101, Pompano Beach, Florida 33062.
2. The officers of the corporation can only be removed by the director who appointed that officer.  
Federal Highway, Suite 1101, Pompano Beach, Florida 33062.
3. The shareholders must amend the by-laws by a majority vote.

#### **ARTICLE X**

The names and addresses of the incorporators are:  
Federal Highway, Suite 1101, Pompano Beach, Florida 33062.  
This professional service corporation shall have two (2) Directors initially. The numbers of the Directors may either be increased or decreased from time to time and will be reflected in the By-laws of this professional service corporation, but shall never be less than one (1) director.

The names and addresses of the initial directors of this professional service corporation are:


1. Rick S. Jacobs, Director, President and Secretary, 1600 S. Federal Highway, Suite 1101, Pompano Beach, Florida 33062.

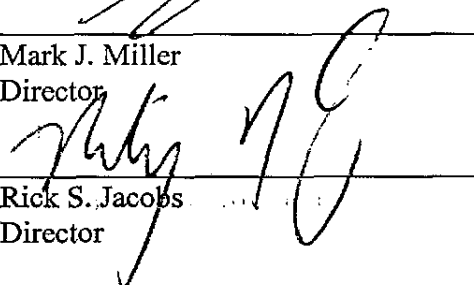
2. Mark J. Miller, Director, Vice-President and Treasurer, 1600 S. Federal Highway, Suite 1101, Pompano Beach, Florida 33062.

**ARTICLE XI**

This professional service corporation reserves the right to repeal any provision or provisions contained in these articles of incorporation or any amendment hereto, and any right conferred on the shareholders is subject to this reservation.

The undersigned subscribers have executed these Articles of Incorporation this \_\_\_\_ day of \_\_\_\_ 2005.

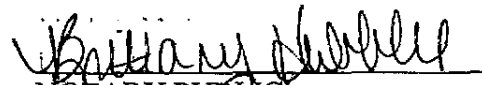
  
\_\_\_\_\_  
Mark J. Miller  
Director

  
\_\_\_\_\_  
Rick S. Jacobs  
Director

STATE OF FLORIDA     )  
  )  
COUNTY OF BROWARD )

Before me, the undersigned authority, personally appeared Mark J. Miller and Rick S. Jacobs, to me well known to be the persons who executed the foregoing amended Articles of Incorporation and acknowledge before me according to law, that they made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have set my hand and seal hereunto this 30<sup>th</sup> day of August 2005.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: December 22, 2007

