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SECRETARY OF STATE
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FLORIDA PROFIT CORPORATION OR P.A.

Fernandez & Toledo, P.A.

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**ARTICLES OF INCORPORATION
OF
FERNANDEZ & TOLEDO, P.A.**

The undersigned files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a professional corporation in accordance with the laws of the State of Florida.

**ARTICLE I
Name**

The name of this professional corporation shall be:

Fernandez & Toledo, P.A.

**ARTICLE II
Address**

The address of the principal office is 3128 W. Kennedy Blvd., Tampa, Florida 33609 and the mailing address of this professional corporation is P.O. Box 18055, Tampa, Florida 33609.

**ARTICLE III
Purposes**

The general nature of the business to be transacted by this professional corporation or the purposes of the professional corporation shall be as follows: (a) to engage solely and specifically in the business of carrying on the general practice of law; (b) to invest in real estate, mortgages, stocks, bonds or any other type of investments; (c) to own real and personal property necessary for the rendering of the above professional services; and (d) in general, to have and exercise all powers conferred by the laws of Florida upon professional corporations, and to do any and all things set forth above to the same extent as a natural person might or could do.

The professional corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE IV
Capital Stock**

The total number of shares of capital stock authorized to be issued by the professional corporation shall be 10,000 shares having a par value of \$.01 per share. Each of the said shares of stock shall entitle the holder to one (1) vote at any meeting of the shareholders.

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TAMPA, FLORIDA 33609

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ARTICLE V
Registered Office and Registered Agent

The street address of the professional corporation's initial registered office is 3128 W. Kennedy Blvd, Tampa, Florida 33609, and the name of the professional corporation's initial registered agent at such address is Paul M. Boire. The professional corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

ARTICLE VI
Incorporator

The name and address of the incorporator of this professional corporation is as follows:

<u>Name</u>	<u>Address</u>
Manuel J. Fernandez	3128 W. Kennedy Blvd. Tampa, Florida 33609

ARTICLE VII
Initial Board Of Directors

The corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Manuel J. Fernandez	3128 W. Kennedy Blvd. Tampa, Florida 33609
Jose Toledo	3128 W. Kennedy Blvd. Tampa, Florida 33609

EXECUTED: August 25th, 2005



Manuel J. Fernandez, as Incorporator

SECRETARY OF STATE
TAMPA, FLORIDA

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