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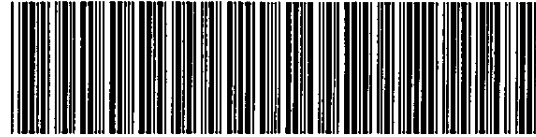
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 NOV 20 PM 4:04

Wob 49097

LAW OFFICES  
PETER A. COHEN, P.A.  
PROFESSIONAL ASSOCIATION  
19 WEST FLAGLER STREET  
SUITE 810  
MIAMI, FLORIDA 33130

PETER A. COHEN\*

\*ALSO LICENSED TO PRACTICE IN STATES  
OF NEW JERSEY, ILLINOIS AND MAINE

TELEPHONE (305) 358-9251

FACSIMILE (305) 358-3412

November 17, 2006

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: Albert E. Moon, P.A.

Dear Madam or Sir:

Enclosed please find an original and one copy of corrected Articles of Incorporation for the above-named corporation, together with an executed Resident Agent form. Also enclosed is a copy of your letter to me dated November 8, 2006.

Please return a file stamped copy to the undersigned in the enclosed stamped, self-addressed envelope.

Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to read 'P. Cohen', written over a horizontal line.

Peter A. Cohen



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

06 NOV 20 PM 3 54

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL

November 8, 2006

PETER A COHEN, ESQ  
19 W FLAGLER STREET  
STE 810  
MIAMI, FL 33130

SUBJECT: ALBERT E. MOON, P.A.  
Ref. Number: W06000049097

We have received your document for ALBERT E. MOON, P.A. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

An effective date may be added to the Articles of Incorporation **if a 2007 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Document Specialist  
New Filing Section

Letter Number: 106A00065916

ARTICLES OF INCORPORATION  
OF

ALBERT E. MOON, P.A.

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DIVISION OF CORPORATIONS  
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The undersigned natural person, competent and licensed to practice law in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is ALBERT E. MOON, P.A.

ARTICLE II - DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgement of these Articles of Incorporation and shall exist perpetually thereafter until dissolved sooner according to law.

ARTICLE III - PURPOSE

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of law, and all its fields of specializations, as are engaged in by attorneys.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be

attorneys in good standing and duly or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

d. To engage in no other business other than the rendition of the professional services specified herein.

e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

#### **ARTICLE IV - CAPITAL STOCK**

a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be ONE THOUSAND (1000) shares of common stock at 1.00 per share par value.

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c. Shares of the corporation's stock and certificates shall be issued only to attorneys in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

#### **ARTICLE V - BOARD OF DIRECTORS**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors.

Any and all powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have ONE (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the By-Laws of the corporation.

The names and street address of the initial director who shall hold office until his successors, who shall be chosen at the first meeting of the stockholders, shall be:

<u>NAME</u>	<u>ADDRESS</u>
ALBERT E. MOON	19 W. FLAGLER STREET 14 <sup>TH</sup> Floor Miami, FL 33130

#### ARTICLE VI - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### ARTICLE VII - INFORMAL SHAREHOLDER ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

#### **ARTICLE VIII - SEVERANCE AND TERMINATION OF EMPLOYMENT**

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

#### **ARTICLE IX - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

#### **ARTICLE X - AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any

amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XI - INCORPORATOR**

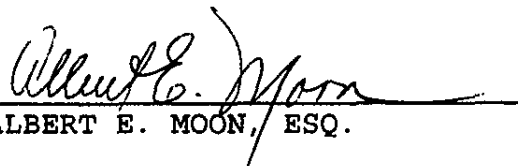
The name and address of the subscriber to these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
ALBERT E. MOON, ESQ.	19 W. FLAGLER STREET 14 <sup>TH</sup> Floor Miami, Florida 33130

**ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 19 W. Flagler Street, Penthouse I, Miami, Florida 33130 and the name of the initial registered agent of the corporation at that address is Albert E. Moon.

IN WITNESS WHEREOF, the undersigned, as incorporator, does hereby execute these Articles of Incorporation this 27 day of October, 2006.

  
ALBERT E. MOON, ESQ.

STATE OF FLORIDA)  
                          ) SS  
COUNTY OF DADE )

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ALBERT E. MOON, ESQ. known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he



acknowledged before me that he executed the same freely and voluntarily for the purposes herein expressed.

WITNESS my hand and official seal this 27 day of October, 2006, at Miami, Dade County, Florida.



PETER A. COHEN  
MY COMMISSION # DD 334714  
EXPIRES: November 4, 2008  
Bonded Thru Budget Notary Services

[Signature]  
NOTARY PUBLIC

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.034, Florida Statutes, the following is submitted:

First-- that ALBERT E. MOON, P.A. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 19 W. Flagler Street, 14<sup>th</sup> Floor, Miami, Florida 33130, has named ALBERT E. MOON. located at 19 W. Flagler Street, 14<sup>th</sup> Floor, Miami, Florida 33130, as its agent to accept service of process within Florida.

Signature [Signature]  
ALBERT E. MOON, ESQ.

Title: Incorporator

Date: 10/27/, 2006

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performances of my duties.

Signature

Albert E. Moon  
ALBERT E. MOON, ESQ.

(Registered Agent)

Date:

October 26, 2006.

articles

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