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FLORIDA PROFIT/NON PROFIT CORPORATION

Michael L. Cotzen, P.A.

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**ARTICLES OF INCORPORATION
OF
MICHAEL L. COTZEN, P.A.**

Pursuant to the provisions of the Florida Business Corporation Act (Chapter 607, Florida Statutes) and The Professional Service Corporation and Limited Liability Company Act (Chapter 621, Florida Statutes), the undersigned does hereby execute and submit for filing with the Florida Department of State these Articles of Incorporation as follows:

ARTICLE I - NAME

The name of the corporation is Michael L. Cotzen, P.A.

ARTICLE II - ADDRESS

The principal office of the corporation is 799 Brickell Plaza, Suite 700, Miami, Florida 33131. The mailing address of the corporation is 799 Brickell Plaza, Suite 700, Miami, Florida 33131.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock, par value \$0.01 per share.

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of the corporation is 799 Brickell Plaza, Suite 700, Miami, Florida 33131. The name of the registered agent of the corporation at such address is Michael L. Cotzen.

ARTICLE V - INCORPORATOR

The name of the person signing these Articles of Incorporation as incorporator is Michael L. Cotzen. The address of the incorporator is 799 Brickell Plaza, Suite 700, Miami, Florida 33131.

ARTICLE VI - NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation shall be to engage in every aspect of the practice of law. The professional services involved in the corporation's practice of law may be rendered only through its officer, employees and agents who are duly authorized and licensed to practice law in the State of Florida. The corporation shall not engage in any business other than the profession of law; provided, however, that the corporation may invest its funds in real estate, mortgages, stock, bonds or other types of investments and may

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own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE VII - RESTRICTION ON TRANSFER OF SHARES

No shareholder of the corporation may sell or transfer any of its shares of stock in the corporation, except to another person who is then duly authorized and licensed to practice law in the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of this 10th day of April 2009.



Michael L. Cotzen,
Incorporator

REGISTERED AGENT'S ACCEPTANCE

Having been named as registered agent and to accept service of process for Michael L. Cotzen, P.A., at the place designated in these Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in the Florida Business Corporation Act.

Dated: April 10th, 2009



Michael L. Cotzen,
Registered Agent