

HOWARD E. KURZWEIL, P.A.

SECOND FLOOR

378 MINORCA AVENUE

CORAL GABLES, FLORIDA 33134

HOWARD E. KURZWEIL

TELEPHONE (305) 442-7000

(305) 481-2316

January 1, 1995

Secretary of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32301

Re: D.A. Feldman & Associates, Inc.

Dear Sir or Madam:

Enclosed herewith is the original and one (1) copy of the Articles of Incorporation of the above-named Florida corporation.

Also enclosed is a check in the amount of \$122.50 representing payment of the following:

Filing Fee	35.00
Certified Copy	52.50
Registered Agent	
Designation	<u>35.00</u>
	\$122.50

Kindly return an executed copy of the above-listed Articles of Incorporation to the undersigned at your earliest convenience.

Thank you for your prompt attention to this matter.

Very truly yours,

Howard E. Kurzweil
Howard E. Kurzweil, Esq.

HEK/vmf
Enclosure

cc: for info, enclosed, etc.

EFFECTIVE DATE

1-24-95

FILED
95 JAN 30 14 10 37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN FEB 13 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 2, 1995

HOWARD E. KURZWEIL, P.A.
SECOND FLOOR
328 MINORCA AVENUE
CORAL GABLES, FL 33134

SUBJECT: D.A. FELDMAN & ASSOCIATES, INC.
Ref. Number: W95000002393

We have received your document for D.A. FELDMAN & ASSOCIATES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must include original signatures.

Please return 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 (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 095A00004452

HOWARD E. KURZWEIL, P.A.

SECOND FLOOR

320 MINORCA AVENUE

CORAL GABLES, FLORIDA 33134

HOWARD E. KURZWEIL

TELEPHONE (305) 442-7015

FAX (305) 401-2310

February 7, 1995

Secretary of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32301

Re: D. A. Feldman & Associates, Inc.
Your Reference Number: W95000002393

Dear Sir or Madam:

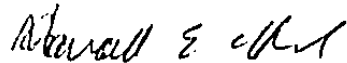
We acknowledge receipt of your letter dated February 2, 1995.

Enclosed herewith please find the original and one (1) copy of the Articles of Incorporation of the above-named Florida corporation, together with a copy of your February 2, letter. We trust that the effective date of the Corporation, i.e. January 24, 1995, will remain in effect.

Kindly return an executed copy of the above-listed Articles of Incorporation to the undersigned at your earliest convenience.

Thanking you for your prompt attention to this matter.

Very truly yours,



Howard E. Kurzweil, Esq.

HEK/mh
Enclosures
(c:\letters\secat.feldman)

ARTICLES OF INCORPORATION
OF

D.A. FELDMAN & ASSOCIATES, INC.

The undersigned hereby subscribes to these Articles of Incorporation for the purpose of forming a corporation pursuant to the Florida Business Corporation Act, Florida Statutes, Chapter 607.

ARTICLE I

NAME

The name of this corporation shall be as set forth above.

D.A. FELDMAN & ASSOCIATES, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Five Thousand (5,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

FILED
95 JAN 30 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

1-24-95

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence, effective January 24, 1995.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

HOWARD E. KURZWEIL, ESQ.
HOWARD E. KURZWEIL, P.A.
328 Minorca Avenue, Second Floor
Coral Gables, Florida 33134

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

INITIAL DIRECTOR

The name of the initial director of this Corporation and his street address is:

Douglas A. Feldman, Ph.D.
3001 South Ocean Drive-Suite 12X
Hollywood, FL 33019

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII

PRINCIPAL OFFICE

The principal office of the corporation is as follows:

3001 South Ocean Drive, Suite 12X
Hollywood, Florida 33019

ARTICLE IX

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Howard E. Kurzweil, Esq.
Howard E. Kurzweil, P.A.
328 Minorca Avenue, Second Floor
Coral Gables, Florida 33134

ARTICLE X

CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 24 day of January, 1995.

Howard E. Kurzweil, Esq.
Howard E. Kurzweil, Esq.

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 24 day of January, 1995, by Howard E. Kurzweil, Esq., who personally appeared before me at the time of notarization, and who is personally known to me and did take an oath.

NOTARY PUBLIC:

Sign MAGDALENA HINOJOSA

Print MAGDALENA HINOJOSA

State of Florida at Large

(Seal)

My commission expires:

Commission No. _____
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
95 JAN 30 AM 10:37
CLERK
STATE
FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the following is submitted, in compliance with said Statutes:

That D.A. FELDMAN & ASSOCIATES, INC. desiring to organize under the laws of the State of Florida, with its registered office at 328 Minorca Avenue, Second Floor, Coral Gables, Florida 33134, has named HOWARD E. KURZWEIL, ESQ., located at Howard E. Kurzweil, P.A., 328 Minorca Avenue, Second Floor, Coral Gables, Florida 33134, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as 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 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.

Howard E. Kurzweil
Howard E. Kurzweil, Esq.