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REPLY TO CORAL GABLES

February 7, 1995

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Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Filing Articles of Incorporation of Ligman, Martin, Evans
& Beasley, P.A.

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation of Ligman, Martin, Evans & Beasley, P.A., together with our check in the amount of \$122.50. I have also enclosed a self-addressed, stamped envelope.

If any additional information is needed, please feel free to telephone me or my secretary, Sherry.

Thank you.

Very truly yours,

Daniel V. Ligman
DANIEL V. LIGMAN

DVL/sb
enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 10 AM 11:14



KAN 2-13

ARTICLES OF INCORPORATION
OF
LIGMAN, MARTIN, EVANS & BEASLEY, P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 10 AM 11:14

The undersigned, subscribers to these Articles of Incorporation, natural persons competent to contract, heroby present these articles from the formation of a corporation under the provisions of Chapter 621, Florida Statutes, also known as The Professional Service Corporation Act, and other laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is LIGMAN, MARTIN, EVANS & BEASLEY, P.A.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney at law, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice law therein.

To invest the funds of this corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes of the attainment of any of the objective of the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary incidental to the protection and benefit of the corporation, and in general,

either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuits necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of this corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

ARTICLE III

CAPITAL STOCK

The maximum shares of stock that this corporation is authorized to have outstanding at any one time is Three Thousand (3000) shares of common stock having a par value of One Dollar (\$1.00) per share. None of the shares of this corporation may be issued to anyone other than individuals duly licensed to practice as an attorney at law in the State of Florida.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation shall do business shall not be less and Five Hundred Dollars (\$500.00).

ARTICLE V

TERMS OF EXISTENCE

This corporation is to exist perpetually unless sooner dissolved according to law.

ARTICLE VI

ADDRESS

The initial post office address of the principal office of

this corporation in the State of Florida is: 6300 N.E. First Avenue, Suite 203, Fort Lauderdale, Florida 33334. The Board of directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

DIRECTORS

This corporation shall have three (3) directors, initially. The number of directors may be increased or diminished from time to time, by-laws adopted by the stockholders, but shall never be less than one. If required by the ethics of the legal profession, directors shall be required to possess the same professional qualifications as shareholders are required to possess.

ARTICLE VIII

INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

| <u>NAME</u> | <u>ADDRESS</u> |
|------------------------|--|
| Daniel V. Ligman, P.A. | 230 Catalonia Avenue Coral Gables, FL 33134 |
| Gordon J. Evans, P.A. | 230 Catalonia Avenue Coral Gables, FL 33134 |
| Joseph W. Ligman, P.A. | 230 Catalonia Avenue Coral Gables, FL 33134 |

ARTICLE IX

VOTING TRUSTS

No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of

his shares.

ARTICLE X

CONTRACTS

No contracts or other transaction between this corporation and any other corporation shall be affected by the fact that any director or this corporation is interested in, or is a director or officer of, such other corporation, any and director, individually or jointly, may be a party to, or may be interested in, any contracts or transaction of this corporation or in which this corporation is interested; and no contract, or other transaction of this corporation with any persons, firm or corporation, shall be affected by the fact that any director of this corporation is a party in any way connected with such persons, firm or corporation, and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any form, association, or corporation in which he may be in any way interested.

ARTICLE XI

REMOVAL OF DIRECTORS

Any director of this corporation may be removed at any annual or special meeting of the stockholders by the same vote as that required to elect a director.

ARTICLE XII

RESTRAINT ON ALIENATION OF SHARES

The shareholders of this corporation shall have the power to include in the by-laws, adopted by a majority of the shareholders

of this corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding shares of this corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as relevant terms, conditions and details hereof shall be determined by the shareholders of this corporation, provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such stock. No shareholder of this corporation may sell or transfer his share therein except to another individual who is eligible to be a shareholder of this corporation. If any shareholder becomes legally disqualified to practice law in the State of Florida, or is elected to a public office, or accepts employment that places restrictions or limitations upon his continuous rendering of such professional services, such shareholder's shares shall immediately become subject to purchase by this corporation in accordance with the by-laws adopted by the shareholders.

ARTICLE XIII

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 stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders

sign a written statement manifesting their intention that certain amendment of these Articles if Incorporation be made. All rights of shareholders are subject to this reservation.

ARTICLE XIV

REGISTERED AGENT

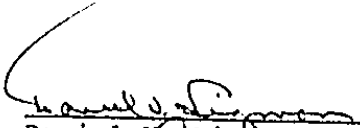
The name and address of the initial registered agent of this corporation is:

Daniel V. Ligman, Esquire
230 Catalonia Avenue
Coral Gables, FL 33134

ARTICLE XV

The fact that DAVID J. BEASLEY's name is in the firm corporate name does not confer financial interest or stock interest to DAVID J. BEASLEY in the corporation of LIGMAN, MARTIN, EVANS & BEASLEY, P.A.

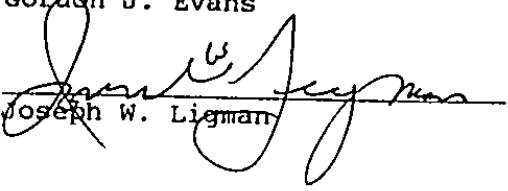
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 6th day of February 1995.



Daniel V. Ligman



Gordon J. Evans



Joseph W. Ligman

STATE OF FLORIDA :
COUNTY OF DADE : SS
:

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared DANIEL V. LIGMAN, GORDON J. EVANS, and JOSEPH W. LIGMAN, known to me and known by me, to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

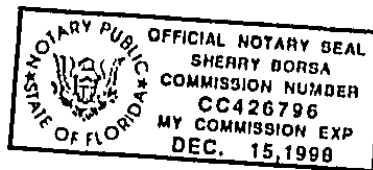
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on this ONE day of February, 1995.



Notary Public, State of Florida

SHERRY BORSA

My commission expires:



Personally Known ✓ OR Produced Identification

Type of Identification Produced

7

CERTIFICATE DESIGNATING INITIAL OFFICE OF CORPORATION
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
INITIAL RESIDENT AGENT UPON WHOM SERVICE OF
PROCESS MAY BE SERVED

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED, IN COMPLIANCE WITH SAID ACT:

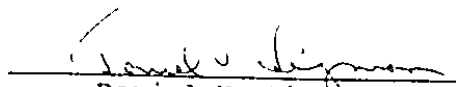
LIGMAN, MARTIN, EVANS . BEASLEY, P.A., desiring to organize
under the laws of the Sate of Florida, has designated the street
address of the initial office of this corporation as being:

6300 N.E. First Avenue, Suite 203
Fort Lauderdale, Broward County, Florida 33334

and the name of the initial resident agent of this corporation is:

Daniel V. Ligman, Esquire
230 Catalonia Avenue
Coral Gables, Florida 33134

Having been named as initial resident agent for the above stated
corporation, at the initial office of the corporation designated
above, I hereby accept to act in this capacity, and agree to comply
with the provisions of said act relative to keeping open said
office.


Daniel V. Ligman