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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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PLEASE REPLY TO

February 23, 1995

State of Florida  
Division of Corporation  
Post Office Box 6927  
Tallahassee, FL 32314

Gentlemen:

Enclosed is our check in the amount of \$122.50 and the Articles of Incorporation for James F. Carroll, P.A.

Please process this incorporation under today's date and return a certified copy of the articles to me.

Please advise should you need anything further or have any questions.

Very truly yours,

*David C. Von*  
David C. Von  
Administrator

DCY:cwk/corpltr4

RECEIVED  
FEB 24 1995  
FBI - MIAMI

ARTICLES OF INCORPORATION  
OF  
JAMES F. CARROLL, P.A.

The undersigned, a natural person competent to contract, hereby subscribes to these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I  
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NAME  
-----

The name of this corporation is James F. Carroll, P.A.

ARTICLE II  
-----

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

The practice of law by attorneys licensed by the Florida Bar, the furnishing of related services and the lease or purchase of such real and personal property as is necessary for the rendering of this practice.

The investment of funds in real estate, mortgages, stocks, bonds or any other type of investment.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of, merge, or consolidate with any other domestic corporation engaged in the same character of business.

The redemption, purchase, retention, sale and transfer of its own capital stock.

The creation of employee benefit plans and trusts incidental thereto.

### ARTICLE III

#### CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal or par value of \$1.00 per share.

### ARTICLE IV

#### TERM OF EXISTENCE

This corporation shall begin on the date of filing and is to exist perpetually.

### ARTICLE V

#### ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is Post Office Box 14723, Fort Lauderdale, Florida 33302. The Board of Directors may from time to time move its principal office to any other address in Florida.

### ARTICLE VI

#### 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 DIRECTORS

This name and post office address of the member of the first Board of Directors is:

NAME  
-----ADDRESS  
-----

James F. Carroll

Post Office Box 14723  
Fort Lauderdale, Florida 33302ARTICLE VIII  
-----INCORPORATOR  
-----

The name and post office address of the incorporator is:

NAME  
-----ADDRESS  
-----

James F. Carroll

Post Office Box 14723  
Fort Lauderdale, Florida 33302ARTICLE IX  
-----INITIAL REGISTERED AGENT AND  
-----INITIAL REGISTERED OFFICE  
-----

The name of the initial registered agent and the address of the initial registered office are as follows:

NAME  
-----ADDRESS  
-----

James F. Carroll

633 South Federal Highway  
Fort Lauderdale, Florida 33301ARTICLE X  
-----AMENDMENT  
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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 meeting of the stockholders by two-thirds of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

OWNERSHIP OF CAPITAL STOCK

No stock of the corporation shall be issued to anyone other than an individual who is an attorney licensed by the Florida Bar.

Having been named to accept service of process, as indicated in the foregoing Articles of Incorporation, I hereby agree to act in such capacity and comply with the provisions contained in Chapter 48.091, Florida Statutes.

James F. Carroll  
James F. Carroll  
Registered Agent

James F. Carroll  
James F. Carroll  
Incorporator

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF BROWARD    )

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared JAMES F. CARROLL, well known to me (or who furnished the following identification: \_\_\_\_\_), the person described as incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation and did (did not) take an oath.

WITNESS my hand and official seal at Fort Lauderdale, Broward County, Florida this \_\_\_\_\_ day of February, 1995.

Mary E. Green  
Notary Public, State of Florida

My Commission Expires:

