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FILED STATE
SECRETARY OF CORPORATIONS
55 APR -3 AM 10:24

March 29, 1995

Secretary of State
Division of Corporation
Post Office Box 6327
Tallahassee, FL 32314

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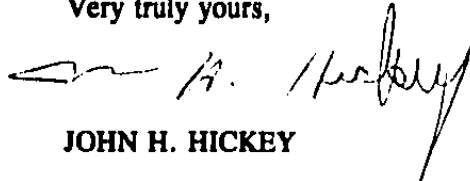
RE: Articles of Incorporation of **John H. Hickey, P.A.**

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation of **John H. Hickey, P.A.** along with our check in the amount of \$122.50 which is the fee for filing the Articles of Incorporation with the Secretary of State. Please stamp the executed copy and return same in the self-addressed stamped envelope provided for your convenience.

Thank you for your attention to this matter.

Very truly yours,


JOHN H. HICKEY

JHH/mi
Enclosures

maria/corp/corp.ltr

KAN 4-6

ARTICLES OF INCORPORATION 95 APR -3 AM 10:24

OF

JOHN H. HICKEY, P.A.

I, the undersigned subscriber to these Article of Incorporation, being a natural person competent to contract, hereby subscribe in the formation of a Professional Corporation under the laws of the State of Florida, pursuant to the provisions of Chapter 608, Florida Statutes, as amended by the "Professional Service Corporation Act" of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of this corporation shall be:

JOHN H. HICKEY, P.A.

ARTICLE II - PURPOSES

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To engage in every aspect and phase of the practice of law within the State of Florida; to engage in any activities which will facilitate and promote the practice of law through its officers and employees.

B. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell, and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidences of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

H. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

F. Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

G. To invest in, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of real estates, mortgages, stock, bonds, or any other type of investment in accordance with the meaning of Florida Statute §621.98, the Professional Service Corporation Act.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of \$1.00 par value.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be \$500.00.

ARTICLE V - TERM OF EXISTENCE

The existence of this corporation shall be perpetual.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is 1401 Brickell Avenue, Suite 500, Miami, FL. The Board of Directors may vote from time to time to move the post office address and principal office to any other address in the State of Florida. The registered agent shall be John H. Hickey. The principal office shall be the same.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

NAME _____ **ADDRESS** _____

John H. Hickey
1401 Brickell Avenue
Suite 500
Miami, FL 33131

ARTICLE VIII - SUBSCRIBER

The name and address of the first Board of Director, who shall subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until his successor shall have been elected and qualified, is as follows:

NAME _____ **ADDRESS** _____ **SHARES** _____

John H. Hickey
1401 Brickell Avenue
Suite 500
Miami, FL 33131
500

ARTICLE IX - AMENDMENT

The Articles if Incorporated may be amended in the manner provided in the Florida Statutes. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon. However, in lieu of the above described procedure, an amendment may be made by a written instrument signed by all of the directors and stockholders of the corporation.

**ARTICLE X - INCORPORATION OF PROVISIONS OF
PROFESSIONAL SERVICE CORPORATION ACT**

This corporation is intended to be a professional corporation within the meaning of the Professional Service Corporation Act, and accordingly, the corporation, its officers, directors, and stockholders, shall comply with the provisions in Chapter 621, Florida Statutes.

We, the undersigned, being the original subscribers to the capital stock hereinabove described, for the purpose of forming a professional corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock hereinabove set forth, and accordingly, have hereunto set our hands and seal this 30TH day of MARCH, 1995.

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made Initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


JOHN H. HICKEY

IN WITNESS WHEREOF, I have hereunder made, subscribed and acknowledged this Article of Incorporation.


JOHN H. HICKEY

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 30th day of March, 1995, by **JOHN H. HICKEY**, who is personally known to me and and who did not take an oath and who executed these Articles of Incorporation, and acknowledged the Articles to be the act and deed of the subscriber and that the facts set forth therein are true.




NOTARY PUBLIC STATE OF FLORIDA

PRINT NAME: Maria C. Izquierdo

MY COMMISSION EXPIRES: 5/25/97