

P95000038088
JUPITER LAW CENTER

CHASEWOOD PLAZA • SUITE 30 • 6380 INDIANTOWN ROAD
JUPITER, FLORIDA 33458
TELEPHONE (407) 744-4800

Attorneys At Law
RICHARD P. GUMSON •
ADAM S. GUMSON

* also admitted to New York Bar

May 8, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

4000001486324
-05/12/95--01105--012
*****70.00 *****70.00

Re: ABACOA LAW CENTER, Professional Association

Gentlemen:

Enclosed please find original and one (1) copy of
Articles of Incorporation relative to the above corporation.

Kindly file the original and return the copy along
with your customary receipt.

My check, in the amount of \$70.00, is also enclosed
in payment of your fees.

Thank you for your anticipated courtesies and prompt
attention to this matter.

Very truly yours,

JUPITER LAW CENTER

[Signature]
Adam S. Gumson

ASG:sa
Encs.

[Signature] GAVE

AUTHORIZATION BY PHONE TO

CORRECT *Correct Suffix*

DATE *5/15/95*

DOC EXAM *Deir Brown*

TALLAHASSEE, FLORIDA

55 MAY 12 AM 8:58

FILED

D. BROWN MAY 15 1995

FILED
95 MAY 12 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

ABACOA LAW CENTER, Professional Association

ARTICLE I

The name of the Corporation is:

ABACOA LAW CENTER, Professional Association

ARTICLE II

The purposes of the Corporation are:

(a) To engage in the practice of law as a professional corporation and to own and operate law offices for the purposes of providing legal services.

(b) To own real and personal property, enter into contracts and engage in any lawful business necessary for the rendering of such professional services.

(c) To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

(d) The purposes of this Corporation shall be carried out only through officers, employees and agents, each of whom is duly licensed or otherwise legally qualified to render professional legal services in the State of Florida.

ARTICLE III

The total number of shares of capital stock which the Corporation shall be authorized to issue is 1,000 shares. Such shares shall be of a single class of common stock, and shall have a par value of \$1.00 per share. The capital stock of the Corporation

shall be issued and transferred only to such individuals who are duly licensed or legally authorized to render the same professional services as those for which the Corporation was organized.

ARTICLE IV
REGISTERED AGENT/OFFICE AND MAILING ADDRESS

The address of the initial mailing office of the Corporation is: Chasewood Plaza - Suite 30, 6390 Indiantown Road, Jupiter, Florida 33458, with the privilege of having its offices and branch offices at other places within or without the State, and the name of its initial registered agent at such address is: ADAM S. GUMSON, ESQ., who hereby acknowledges that he is familiar with and accepts the duties and responsibilities as Registered Agent for said Corporation.

Registered Agent's Acceptance


ADAM S. GUMSON

ARTICLE V

The Corporation shall be a close corporation within the meaning of, and governed by, the Florida Close Corporation Act. The business of the Corporation shall be managed by its shareholders pursuant to Section 608.72 of the Florida Statutes, and there shall be no directors.

ARTICLE VI

The name and address of each person signing these Articles of Incorporation as a subscriber is:

NAME:

ADDRESS:

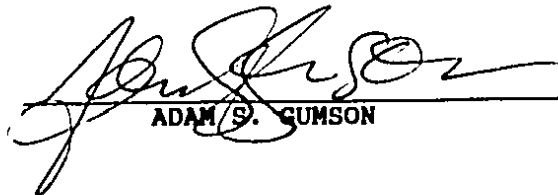
ADAM S. GUMSON

Chasewood Plaza - Suite 30
6390 Indiantown Road, #30
Jupiter, FL 33458

ARTICLE VII

The Corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds (2/3) of the outstanding shares of the Corporation entitled to vote thereon. On dissolution, the Corporate property and assets shall, after payment of all debts of the Corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

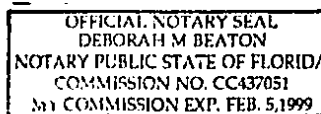
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of May, 1995.


ADAM S. GUMSON

STATE OF FLORIDA) ss.:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 8th day of May, 1995, by ADAM S. GUMSON, who is personally known to me or has produced a Drivers License as identification and who did (did not) take an oath.


NOTARY PUBLIC, STATE OF FLORIDA



NOTARY'S NAME PRINTED, STAMPED OR TYPED