

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
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ADDRESS _____
PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY SKH _____

WALK-IN Will Pick Up 5-31 3:00

of NO 51722
RE: Juan Carlos Bermudez Associates, P.A.
DISBURSED
Art. of Amend. File
Dissolution/Withdrawal
C U S-
Fictitious Name File
Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing
Corporate Kit
Vehicle Search
Driving Record
Document Retrieval
UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
File No.'s, Copies
Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prep.
FAX () pgs.

SUBTOTALS

FEE..... \$
DISBURSED..... \$
SURCHARGE..... \$
TAX on corporate supplies..... \$
SUBTOTAL..... \$
PREPAID..... \$
BALANCE DUE..... \$
\$31

Please remit Invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

95 MAY 31 PM 12:25
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

JUAN CARLOS BERMUDEZ & ASSOCIATES, P.A.

FILED
95 MAY 31 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Professional Service Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is JUAN CARLOS BERMUDEZ & ASSOCIATES, P.A.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 2150 Coral Way, Suite 7-A, Miami, FL 33145.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Juan Carlos Bermudez, 2150 Coral Way, Suite 7-A, Miami, FL 33145.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the member of the initial Board of Directors of the corporation is Juan Carlos Bermudez, 2150 Coral Way, Suite 7-A, Miami, FL 33145.

ARTICLE VII: PURPOSE

The purpose of the corporation is to practice law.

The undersigned has executed these Articles of Incorporation this 31st day of May, 1995.

A handwritten signature in cursive script, reading "Barbara Neeley", is written over a horizontal line.

Capital Connection, Inc.

Barbara Neeley - President

Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: JUAN CARLOS
BERMUDIZ & ASSOCIATES, P.A.

2. The name and street address of the registered agent and office is: JUAN CARLOS BERMUDIZ

2150 CORAL WAY SUITE 7-
MIAMI, FL. 33145

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.

Juan Carlos Bermudiz

FILED
95 MAY 31 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000042258

Bermúdez & Tomé

A Partnership of Professional Associations

2150 Coral Way
Suite 7-A
Miami, Florida 33145

Juan Carlos Bermúdez*
Jay R. Tomé**

Telephone (305) 858-4099
Facsimile (305) 858-0782

* Florida
Federal Bar

February 28, 1997

** Florida
Washington, D.C.
Federal Bar

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

000002112550--5
-03/13/97--01068--009
*****35.00 *****35.00

Re: Juan Carlos Bermudez, P.A.

Dear Sirs:

Enclosed please find Articles of Amendment along with our check in the amount of \$35.00 representing your filing fee for same.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

BERMUDEZ & ASSOCIATES, P.A.

JCB
JUAN CARLOS BERMUDEZ, ESQ.

JCB/ld
Enclosures (as stated)

SH 3/4
NC

FILED
97 MAR 13 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
JUAN CARLOS BERMUDEZ & ASSOCIATES, P.A.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

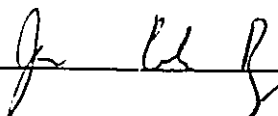
FIRST: Amendments adopted:

Article I is amended in that the name of the corporation is amended to JUAN CARLOS BERMUDEZ, P.A.

SECOND: The date of the amendment's adoption is February 28, 1997.

THIRD: Adoption of Amendment: The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 28th day of February, 1997.

Signature: 

JUAN CARLOS BERMUDEZ, ESQ.
2150 Coral Way, Suite 7A
Miami, FL 33145
Telephone (305) 858-4099

FILED
97 MAR 13 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA