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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ROBERT H. WINICK, P.A.
FAX AUDIT NUMBER: H95000006139
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TO

JUN-01-1995 14:02 FROM EMPIRE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
(Professional Corporation)**

of

ROBERT M. WINICK, P.A.

The undersigned all of whom are duly licensed to practice law in the State of Florida, desiring to form a professional corporation in accordance with Chapter 607 and 621 of the Florida Statute and the Florida Professional Service Corporation Act, adopt the following Articles of Incorporation.

I. NAME

The name of the corporation shall be **ROBERT M. WINICK, P.A.**

II. PURPOSES

The purpose of which the Corporation is organized shall be engage in and carry on all branches of the practice of law within the State of Florida, and to do those things that are necessary or proper in connection with that practice, including, but not limited to, the followings:

(a) To purchase, lease or otherwise acquire, to own, hold and operate, and to sell, mortgage, pledge, lease, employ, or otherwise dispose of encumber, or invest in such real estate, mortgages, stocks, bonds and all types of personal property, tangible or intangible, as may be reasonably required in the conduct of its professional business and in connection with any other proper business activity in which the Corporation may engage.

(b) To enter into and make all necessary contracts for the conduct of its professional business with any person, partnership, association, corporation, or other entity, and to perform, carry out, cancel, and rescind those contracts.

(c) To borrow or raise money reasonable required in the conduct of its professional business and in connection with any proper business activity in which the Corporation may be engaged; and to execute and deliver any instruments that may be necessary to evidence the borrowing.

(d) To form and become a participant in any partnership, limited partnership, or joint venture with any other individuals, firms, corporation, or entities, and to become a shareholder in any corporation for profit, and to become a member of any association, nonprofit corporation or other entity.

(e) To carry on any other business in connection with any incidental to any of the foregoing businesses, transactions, and dealings; and to do any other act legal under the laws of the State of Florida, with all the powers conferred on corporations by the laws of the State of Florida.

(f) To restrict the manner in which the persons to whom its capital stock shall be issued or transferred and to enact bylaws to carry these restrictions into effect.

Robert M. Winick, P.A.
1800 2nd Street, #803
Sarasota, FL 34236
(941) 366-0492
Florida Bar No. 0216992

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(g) To do everything necessary, proper, advisable, or convenient for the accomplishment of the corporation purpose or the attainment of any of the objectives or the furtherance of any of the powers, set forth in these Articles of Incorporation, incidental to, pertaining to or growing out of its professional business or otherwise, and at the times to comply with the provision of the Florida Professional Service Corporation Act as currently enacted and as may be hereafter amended or superseded by any other statute.

III. DURATION

The term of existence of the corporation is perpetual.

IV. CAPITAL STOCK

The number of shares of stock that the corporation is authorized to have outstanding is fifty (50), all of which shall be common shares without par value.

V. CAPITAL

The amount of stated capital with which the corporation shall begin business is ONE THOUSAND AND 00/100 Dollars (\$1,000.00)

VI. REGISTERED OFFICE

The address of the initial registered office of the corporation in this State is 1800 2nd Street, Suite 803, Sarasota, Sarasota County, Florida 34236. The initial registered agent at the register office is ROBERT M. WINICK.

VII. INCORPORATORS

The name and post office addresses of the incorporators are:

ROBERT M. WINICK 1800 2nd Street, Suite 803
Sarasota, Fl 34236

VIII. DIRECTORS

The business of the corporation shall be managed by the shareholders of the corporation rather than by a Board of Directors.

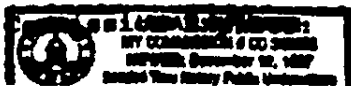
23rd IN WITNESS WHEREOF, We have hereunto subscribed our names this day of May, 1995.

Robert M. Winick
ROBERT M. WINICK

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me by Robert M. Winick who is personally known to me on the 31 day of May, 1995.

My



Ruda C. Buencrestier
Notary Public

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STATE OF FLORIDA

DEPARTMENT OF STATE

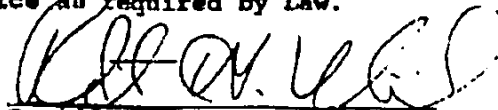
Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

ROBERT M. WINICK, P.A.

A corporation organized (or organizing) under the laws of the State of Florida with its principal office at 1800 2nd Street, Suite 803, Sarasota, Florida 34231, in the County of Sarasota, State of Florida, has named ROBERT M. WINICK of 1800 2nd Street, Suite 803, Sarasota, Florida 34236, as its agent to accept service of process within this State.

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.


Resident Agent

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