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DAVID H. CHARLIP, P.A.

11900 DISCAYNE BOULEVARD • SUITE 608

NORTH MIAMI, FLORIDA 33181

TELEPHONE (305) 891-8630

TELECOPIER (305) 891-9388

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95 JUN 28 PM 12:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 12, 1995

Office of the Secretary of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32304

RE: CARLOS A. LOPEZ-DE ALBEAR, P.A.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation of the above-named professional association and our check in the amount of \$122.50 representing the filing fee for same.

Please file the enclosed Articles of Incorporation and return to this office a validated copy reflecting the filing information for the above-named corporation.

Very truly yours,

Carlos A. Lopez, Esquire

CAL/ys
Enclosures

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W95-12397

KH 6-19-95

211
6-28-95



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 19, 1995

CARLOS A. LOPEZ, ESQUIRE
DAVID H. CHARLIP, P.A.
11900 BISCAYNE BLVD., SUITE 808
NORTH MIAMI, FL 33181

SUBJECT: CARLOS A. LOPEZ-DE ALBEAR, P.A.
Ref. Number: W95000012397

We have received your document for CARLOS A. LOPEZ-DE ALBEAR, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 395A00029879

ARTICLES OF INCORPORATION

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OF

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CARLOS A. LOPEZ-DE ALBEAR, P.A. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the law of the State of Florida.

ARTICLE I: NAME

The name of the corporation is:

CARLOS A. LOPEZ-DE ALBEAR, P.A.

ARTICLE II: NATURE OF BUSINESS

The general nature of the business and the objectives and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

A. The practice of law.

B. Said corporation shall further have powers: To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner produced;

To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To perform services and to engage in every aspect and phase of business under the laws of the State of Florida that a Florida corporation is authorized to render.

To invest and reinvest the funds of this Corporation in real estate, mortgages, stocks, bonds or any other type of investment within the meaning of Chapter 607, Florida Statutes, as well as to acquire and own real and personal property.

To do each and everything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the Corporation enumerated in these articles of incorporation, or any amendment thereof, necessary or incidental to the protection and benefits of the Corporation; and, generally, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuits necessary or incidental to the accomplishment or furtherance of such purposes or objects of this Corporation.

To conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as might be amended from time to time.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock at \$.10 par value.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV: TERM OF EXISTENCE

The corporation is to exist perpetually unless sooner dissolved according to law.

ARTICLE V: ADDRESS

The initial street address of the principal office of the corporation in the State of Florida is : 2812 Prairie Avenue, Miami Beach, Florida 33140 and the Board of Director may from time to time move the principal office to any other address in Florida.

ARTICLE VI: DIRECTORS

The corporation shall have not less than one or no more than nine Directors, initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the stockholders.

ARTICLE VII: SUBSCRIBERS

The names and address of each subscriber of these articles of Incorporation is:

Carlos A. Lopez, Esquire, President, Vice
President, Secretary, Treasurer
2812 Prairie Avenue
Miami Beach, Florida 33140

ARTICLE VII: AMENDMENT


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 stockholders' meeting by the stockholders entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made. The Directors of the

corporation shall have the power to make or amend the By-Laws and to fix any amount to be reserved for working capital. The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatsoever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of such members of the corporation.

ARTICLE IX: REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be **2812 Prairie Avenue, Miami Beach, Florida 33140**, and the name of the initial registered agent of the corporation at that address is: **Carlos A. Lopez, Esquire.**

IN WITNESS WHEREOF, I, the undersigned, being the agent for the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within the State of Florida and outside the State of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying the facts stated herein are true, and do agree to take the number of shares hereinabove set forth, and hereunto set my hand and seal this 21st day of June, 1995.

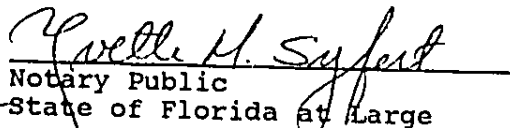


Carlos A. Lopez, Esquire

STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgements, personally appeared CARLOS A. LOPEZ, Esquire, to me known to be the person described as subscriber and who has produced the following form of identification Florida Driver's License L 120-101-03-458 and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, this 21st day of June, 1995.


Notary Public
State of Florida at Large

MY COMMISSION EXPIRES:

**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

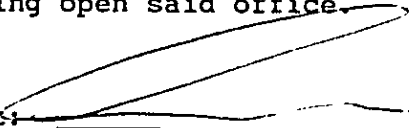
First, Carlos A. Lopez, Esquire, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, in the City of Miami Beach, County of Dade, State of Florida, has named:

Carlos A. Lopez, Esquire

located at 2812 Prairie Avenue, Miami Beach, Florida 33140, County of Dade, State of Florida, as its agent to accept service of process within this State.

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Resident Agent:


Carlos A. Lopez, Esquire

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