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Albert Sueiras, CPA

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JULY 25, 1995

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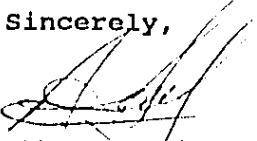
Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Gentlemen:

Enclosed find the Articles of Incorporation of LAW OFFICES OF FRANCES FERNANDEZ GUASCH, P.A., which were executed on July 24th. 1995. Also enclosed find a check for \$122.50 to cover incorporation charges.

If you have any questions you may contact the undersigned.

Sincerely,


Albert Sueiras, C.P.A.

W95-155141

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 2, 1995

ALBERT SUEIRAS, C.P.A.
6419-C S.W. 40 ST.
MIAMI, FL 33155

SUBJECT: LAW OFFICES OF FRANCES FERNANDEZ GUASCH, P.A.
Ref. Number: W95000015541

We have received your document for LAW OFFICES OF FRANCES FERNANDEZ GUASCH, 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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 095A00036401

ARTICLES OF INCORPORATION
OF
LAW OFFICES OF FRANCES FERNANDEZ GUASCH, P.A.

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The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby certifies that these articles form a corporation for profit, pursuant to the laws of the State of Florida.

FIRST: The name of the corporation is LAW OFFICES OF FRANCES FERNANDEZ GUASCH, P.A.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The nature of the business and the objects and purposes to be transacted and carried on are to engage in the practice of Law as lawfully permitted under the laws of the State of Florida and the United States of America.

FOURTH: The aggregate number of share of Capital Stock which the Corporation has authority to issue is 5,000 (five thousand), all of which shall be one class of common stock having a par value of \$1.00 each.

FIFTH: The address of its initial registered office is 7951 S.W. 6th. Street Suite #116, Plantation, Florida 33324, and the name of the initial register agent at such address is FRANCES FERNANDEZ GUASCH.

SIXTH: The initial board of directors will consists of four directors, whose names and address are, FRANCES FERNANDEZ GUASCH, 7951 S.W. 6th. Street Suite #116, Plantation, Florida 33324, WILLIAM GUASCH, 7951 S.W. 6th. Street Suite #116, Plantation, Florida 33324, Dalia B. Suess, 7951 S.W. 6th. Street Suite #116, Plantation, Florida 33324 and Betty Bolanos, 7951 S.W. 6th. Street Suite #116, Plantation, Florida 33324. 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.

SEVENTH: The name and address of the incorporator is FRANCES FERNANDEZ GUASCH, 7951 S.W. 6th. Street Suite #116, Plantation, Florida 33324.

EIGHTH: Preemptive Rights shall be as follows: Each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the corporation convertible into or carrying a right to subscribe to acquire shares of any such unissued stock or treasury stock.

NINTH: The initial street address of the principle office of the Corporation in the State of Florida is, 7951 S.W. 6th. Street Suite #116, Plantation, Florida 33324.

TENTH: The Corporation shall indemnify Incorporators, Officers and Directors to the full extent permitted by law.

ELEVENTH: a. The Corporation adopts all contracts made on its behalf by the before-mentioned incorporator.

b. The Corporation authorizes its directors to reimburse the before-mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation and for any and all expenses incurred in the organization and formation of the Corporation.

c. The directors of this Corporation shall have the sole discretion to determine the expenses for which the before-mentioned incorporator shall be reimbursed.

TWELFTH: The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to the Articles of Incorporation. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation of LAW OFFICES OF FRANCES FERNANDEZ GUASCH, P.A. this 24th. day of July, 1995.

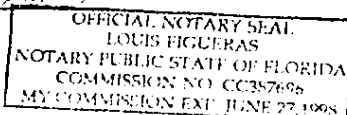
Frances Fernandez Guasch
FRANCES FERNANDEZ GUASCH
INCORPORATOR

STATE OF FLORIDA:
:SS
COUNTY OF BROWARD :

ON THIS 24th. day of July, 1995, before me, a notary public duly authorized in the state of Florida, County of BROWARD, personally appeared FRANCES FERNANDEZ GUASCH known to me to be the person described and who subscribed the above Articles of Incorporation, and who acknowledged that he executed the Articles of Incorporation for the purpose contained herein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year aforesaid.

Louis Figueras
NOTARY PUBLIC
STATE OF FLORIDA



CERTIFICATE DESIGNATING THE ADDRESS
AND AGENT UPON WHOM PROCESS MAY SERVED

LAW OFFICES OF FRANCES FERNANDEZ GUASCH, P.A., desiring to organize as a Corporation for Profit under the laws of the State of Florida, which will have its principal office in Florida, has named FRANCES FERNANDEZ GUASCH, located at 7951 S.W. 6th. Street Suite #116, CITY OF PLANTATION, COUNTY OF BROWARD, STATE OF FLORIDA, 33324, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-described corporation, at the place designated in this certificate, I agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I specifically accept the duties and obligations prescribed by Section 607.325, Florida Statutes.

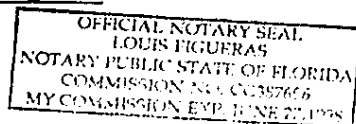
Frances Fernandez Guasch
FRANCES FERNANDEZ GUASCH, REGISTERED AGENT

7/27/95
DATED

STATE OF FLORIDA:
:SS
COUNTY OF BROWARD :

SWORN TO AND SUBSCRIBED this 24th. day of July, 1995.

Louis Figueras
NOTARY PUBLIC/DATE



RECEIVED
TALLAHASSEE, FLORIDA

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FILED