

P95000067470

CARLOS M. LASTRA, ESQ.

2828 Coral Way, Suite 306
Miami, Florida 33145

Telephone: (305) 567-1717
Fax: (305) 567-1491

August 29, 1995

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

RECEIVED
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Re: LASTRA & ASSOCIATES, P.A.

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Please return a certified copy of the enclosed articles of incorporation to the address shown above. In addition, to facilitate matters I have enclosed a self-addressed stamped envelope.

Thank you for your assistance in this matter.

Sincerely,

CARLOS M. LASTRA

CML/em
Enc.

-Chk. #383

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
55 AUG 30 11 08 AM '95
FILED

Carlos GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article Purpose
DATE 8.31.95
BY P. Jones

56-18.8
8/31/95

ARTICLES OF INCORPORATION
OF
LASTRA & ASSOCIATES, P.A.

FILED
25 JUN 27 11 09 54
STATE
OF FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is Lastra & Associates, P.A.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation is 2828 Coral Way, Suite 306, Miami, Florida 33145.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are Carlos M. Lastra, Esquire, 2828 Coral Way, Suite 306, Miami, Florida 33145.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of incorporation is Carlos M. Lastra, Esquire, 2828 Coral Way, Suite 306, Miami, Florida 33145.

ARTICLE X. BY-LAW AMENDMENT.

The power to adopt, alter, amend or repeal the bylaws of this Corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of the State of Florida.

ARTICLE XI. SPECIFIC PURPOSE

Provide legal services to the general public for profit.

The undersigned has executed these articles of incorporation on August 29, 1995.

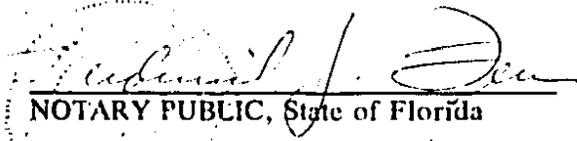


Carlos M. Lastra, Esquire
Incorporator/Director

STATE OF FLORIDA)
 SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this 29 of August, 1995, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgments, Carlos M. Lastra, Esquire, who is personally known to me, (or who has produced Florida Drivers' Licenses No. _____), who executed the foregoing Articles of Incorporation and who acknowledged that it was signed and executed for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, this 29 of August, 1995.


NOTARY PUBLIC, State of Florida

My Commission Expires: 10/24/96

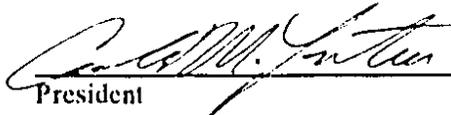
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICIAL

FILED
03 AUG 30 11 08:51
CLERK OF CIRCUIT COURT
MIAMI, FLORIDA

Pursuant to the provisions of F.S. 607.0501, the undersigned 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 Lastra & Associates, P.A.
2. The name of the registered agent is Carlos M. Lastra, Esquire.
3. The address of the registered agent/registered office is 2828 Coral Way, Suite 306, Miami, Florida 33145.

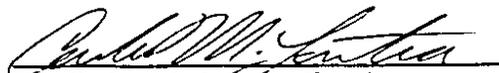
Signature:


President

Date: August 29, 1995

Acceptance:

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


By: Carlos M. Lastra, Esquire

Date: August 29, 1995

P95000067470

LASTRA & ASSOCIATES
PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELORS AT LAW
2828 Coral Way, Suite 306
Miami, Florida 33145

CARLOS M. LASTRA
Of Counsel
RICHARD H. FERRO

TELEPHONE: (305) 567-1717
FACSIMILE: (305) 567-1491

July 5, 1996

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

600001888306
-07/09/96--01133--003
*****35.00 *****35.00

Re: LASTRA & ASSOCIATES, P.A.

Enclosed are the original and one copy of the articles of amendment to articles of incorporation for the above-named Florida corporation. Also enclosed is a check in the amount of \$35.00, representing the fees for filing.

Please verify receipt of the enclosed articles of amendment to articles of incorporation to the address shown above. In addition, to facilitate matters I have enclosed a self-addressed stamped envelope.

Thank you for your assistance in this matter.

Sincerely,

CARLOS M. LASTRA

CML/em
Enc. -Chk. #258

FILED
96 JUL -9 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. HENDRICKS JUL 15 1996

Amend.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED

96 JUL -9 AM 12:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LASTRA & ASSOCIATES, P.A.

(present name)

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

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I. CORPORATE NAME.

The name of this corporation is CARLOS M. LASTRA, P.A.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

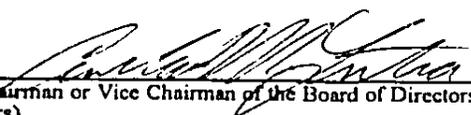
THIRD: The date of each amendment's adoption: JULY 5, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval
- The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
- "The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
voting group
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 5th of JULY, 19 96

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

CARLOS M. LASTRA

Typed or printed name

PRESIDENT

Title