

P 950000 69174

LAW OFFICES OF
Stephen D. Pearson, P.A.

STEPHEN D. PEARSON, ESQ.
TEL: 305.859.9155
FAX: 305.859.9520

2474 S.W. 27TH TERRACE
MIAMI, FLORIDA 33135

September 17, 1995

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-09/06/95--01057--014
*****70.00 *****70.00

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

Re: Articles of Incorporation for Pearson and Mayer, P.A.
Our File No. 10-1000

Dear Madam/Sir:

Enclosed are the articles of incorporation and the acceptance of registered agent for Pearson and Mayer, P.A. Also enclosed are the fees for registration of the Corporation, including:

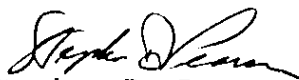
Articles of Incorporation	\$35.00
Designation and acceptance by registered agent	<u>\$35.00</u>

Total	\$70.00
=====	

Please file as appropriate.

Thank you in advance for your courtesy and cooperation.

Very truly yours,


Stephen D. Pearson

Enclosures

H. GREGG
5 1995

ARTICLES OF INCORPORATION

OF

PEARSON AND MAYER, P.A.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, an attorney-at-law, and a member of the Florida Bar, hereby forms a Professional Association for profit pursuant to the provisions of the Professional Service Corporation Act and other laws of the State of Florida.

ARTICLE I

Name

The name of the Corporation is:

PEARSON AND MAYER, P.A.

ARTICLE II

Nature of Corporate Business and Powers

The general nature of the business to be transacted by this corporation shall be:

A. To engage in every aspect and phase of the practice of rendering the same professional services to the public that an attorney-at-law and member of the Florida Bar is authorized to render; provided, however, that such professional services shall be rendered only through officers, employees and agents of this corporation who are members in good standing of the Florida Bar.

B. To invest and reinvest the funds of this corporation in real estate, mortgages, stocks, bonds of any other type of investments within the meanings of Chapter 621.08, Florida Statutes, and to lease or own real and personal property necessary for the rendering of professional services in the practice of law.

C. To do each and every thing necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this corporation enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of this corporation; and, in general, 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.

D. To conduct and transact any business lawfully authorized and not prohibited by Chapter 621, Florida Statutes, as the same may be amended from time to time.

ARTICLE III

Authorized Capital

The corporation is authorized to issue 30,000 shares of common stock, with a par value of \$1.00 per share.

ARTICLE IV

Address

The address of the principal office of the corporation and its mailing address is 2474 SW 27 Terrace, Miami, Florida 33133.

ARTICLE V

Registered Office and Agent

The street address of the corporation's initial registered office is:

2474 SW 27 Terrace
Miami, Florida 33133

The name of the initial registered agent at such office is Stephen D. Pearson.

ACCEPTANCE BY REGISTERED AGENT

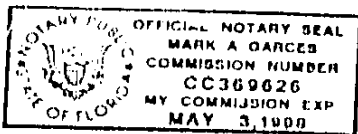
Having been named to accept service of process for PEARSON AND MAYER, P.A., at the place designated in change of registered agent form: (i) I agree to act in this capacity; (ii) I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and (iii) I accept the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated as of the 13 day of September, 1995.



Stephen D. Pearson

1st The foregoing instrument was acknowledged before me on this 1st day of September, 1995 by Stephen D. Pearson to me known, having produced a _____, an identification or who is personally known to me and who has not taken an oath.



Mark A. Garces
Notary Public, State of Florida

Mark A. Garces
(Print Name of Notary)

My Commission Expires:

Dated as of the 13 day of September, 1995.

ARTICLE VI

Incorporator

The name and address of the incorporator of the corporation is Stephen D. Pearson, 2474 SW 27 Terrace, Miami, Florida 33133.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1 day of September, 1995.

Stephen D. Pearson
Stephen D. Pearson

FILED
SEP 13 1995
MIAMI
FLORIDA