

4306424 791943 REFERENCE :

AUTHORIZATION :

\$ 122.50 COST LIMIT :

ORDER DATE: January 4, 1996

9:54 AM ORDER TIME :

ORDER NO. : 791943

4306424 CUSTOMER NO:

Janet Perez, Legal Assistant CUSTOMER:

STEEL HECTOR & DAVIS

41st Floor, Ste. 4000

200 S. Biscayne Boulevard Effective PAT

Miami, FL 33131-2398

DOMESTIC FILING

JAMES M. MEYER, P.A. NAME:

.. EFFECTIVE DATE, JANUARY 6, 1995 ..

_ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

BIVISION OF CORPERATION

700001678517

EFFECTIVE DATE

ARTICLES OF INCORPORATION
OF

JAMES M. MEYER, P.A.

96 JAN -1 AN 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, an attorney duly licensed to render services as such under the laws of the State of Florida, hereby forms a Professional Corporation 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 this corporation shall be: James M. Meyer, P.A. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is First Union Financial Center, 200 South Biscayne Boulevard, Suite 4000, Miami, Florida 33131-2398.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for a professional corporation organized under the Professional Service Corporation Act of the State of Florida engaged in the practice of law.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, par value One Dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Initial Registered Agent and the street address of the initial Registered office of this Corporation shall be:

James M. Meyer First Union Financial Center 200 South Biscayne Boulevard Suite 4000 Miami, Florida 33131-2398

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws, but shall never be less than one. The name and address of the initial director of this Corporation is:

James M. Meyer First Union Financial Center 200 South Biscayne Boulevard Suite 4000 Miami, Florida 33131-2398

ARTICLE VII - CORPORATION'S EFFECTIVE DATE

This Corporation's existence shall become effective as of January 1, 1996.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

James M. Meyer First Union Financial Center 200 South Biscayne Boulevard Suite 4000 Miami, Florida 33131-2398

IN WITNESS WHEREOF, the undersigned, as Incorporator and Registered Agent, has executed the foregoing Articles of Incorporation this 1st day of January, 1996.

James M. Meyer

Incorporator and Registered Agent

CERTIFICATE DESIGNATING THE ADDRESS TALLAMASSEE, PLOSIDA AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That James M. Meyer, P.A., desiring to organize under the laws of the State of Florida, which will have its principal office in Florida, has named James M. Meyer, located at First Union Financial Center, 200 South Biscayne Boulevard, Suite 4000, Miami, Florida 33131-2398, its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated: This 1st day of January, 1996.

James M. Meyer, Incorporator and Registered Agent