

1201 HAYN STREET
TAMPA, FL 33601
800-122-8086
P96000005611



ACCOUNT NO. : 072100000032

REFERENCE : 808857 7101521

AUTHORIZATION :

COST LIMIT : * PREPAID

ORDER DATE : January 17, 1996

ORDER TIME : 11:03 AM

ORDER NO. : 808857

CUSTOMER NO: 7101521

CUSTOMER: Ms. Marcia K. Cox
MS. MARCIA K. COX

Apartment 10
9937 N.w. 9th Street Circle
Miami, FL 33172

400001690854
-01/17/96--01074--014
****122.50 ****122.50

DOMESTIC FILING

NAME: MARILYN D. GREENBLATT, P.A.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lydia E. Lott

EXAMINER'S INITIALS:

FILED
96 JAN 17 PM 1:43
STATE OF FLORIDA

RECEIVED
96 JAN 17 PM 12:53
DIVISION OF CORPORATION

SAB
1/18/96

ARTICLES OF INCORPORATION
OF
MARILYN D. GREENBLATT, P.A.

FILED
96 JAN 17 PM 1:40
CLERK OF DISTRICT COURT
JAN 17 1996

ARTICLE I

NAME

The name of the Corporation is MARILYN D. GREENBLATT, P.A. (the "Corporation").

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation shall be to engage in every aspect of the profession of law. The professional services involved in the Corporation's practice of law may be rendered only through its officers, agents and employees who are duly authorized and licensed to practice law in the State of Florida.

The Corporation shall not engage in any business other than the profession of law; however, the Corporation may invest its funds in real estate, mortgages, stocks, bonds or other types of investments and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE III

CAPITAL STOCK

The maximum number of stock that the Corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of One Cent (\$0.01) par value per share, all of which shall be common stock of the same class. All stock issued shall be fully paid and nonassessable.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which the corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation shall be 2701 LeJeune Road, Suite 401, Coral Gables, Florida 33134 and the name of the initial registered agent of the Corporation at that address shall be Marilyn D. Greenblatt.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director. The number of directors may be increased and thereafter either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the sole member of the initial board of directors is:

Marilyn D. Greenblatt
2701 LeJeune Road
Suite 401
Coral Gables, FL 33134

ARTICLE VII

OFFICERS

Marilyn D. Greenblatt is elected to the offices of President, Secretary and Treasurer of the Corporation to serve for a period of one year or until her successors are duly elected and qualified.

ARTICLE VIII

SUBSCRIBER

The name and address of the Subscriber to these Articles of Incorporation is as follows:

Marilyn D. Greenblatt
2701 LeJeune Road
Suite 401
Coral Gables, FL 33134

ARTICLE IX

LIMITATION ON OWNERSHIP OF SHARES

The stock of the Corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized and licensed attorneys in the State of Florida, and who are employees, officers, or agents of the Corporation.

ARTICLE X

RESTRICTION ON TRANSFER OF SHARES

No stockholder of the Corporation may sell or transfer any of his or her shares of stock in the Corporation except to another individual who is then a duly authorized and licensed attorney in the State of Florida.

The Corporation's Board of Directors is specifically authorized from time to time to adopt Bylaws, not inconsistent herewith, restraining the alienation of shares of stock of the Corporation and providing for the purchase or redemption by the Corporation of its shares of stock.

ARTICLE XI

POWERS

The Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, Florida Statutes Chapter 607, as modified by the Florida Professional Service Corporation Act, Florida Statutes Chapter 621.

ARTICLE XII

AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS

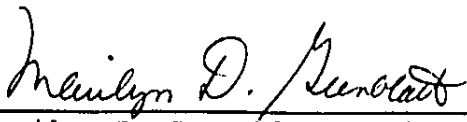
The right to amend, alter, change or repeal any provision contained in the Articles of Incorporation or any amendments hereto is expressly reserved by the Corporation and any and all rights conferred on shareholders herein are granted subject to this reservation. The shareholders shall have the power to amend, alter, change or repeal these Articles of Incorporation when duly proposed and approved by the holders of not less than a majority of the outstanding common stock. The power to adopt, amend, alter,

change or repeal Bylaws shall be vested in the Board of Directors and the shareholders of the Corporation as provided by law and in the Bylaws.

ARTICLE XIII
INDEMNIFICATION

The Corporation shall indemnify any and all of its officers, directors, employees or agents, or any former officers, directors, employees or agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation as of the 16th day of January, 1996.



Marilyn D. Greenblatt, Subscriber

**CERTIFICATE DESIGNATING
REGISTERED OFFICE AND REGISTERED AGENT**

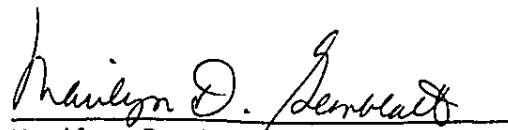
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

Marilyn D. Greenblatt, P.A., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, at 2701 LeJeune Road, Suite 401, Coral Gables, Florida 33134 has named Marilyn D. Greenblatt as 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 agree to comply with the provisions of said Act relative to keeping said office open.

By:


Marilyn D. Greenblatt,
Resident Agent

FILED
95 JAN 17 PM 1:48
CLERK OF DISTRICT COURT
JULIA M. GORDA