

THE LAW FIRM OF
FRANK • EFFMAN • WEINBERG, P.A.

NEIL G. FRANK
STEVEN W. EFFMAN
STEVEN A. WEINBERG
DAVID W. BLACK
DAVID A. CHENKIN
JASON E. PERLMAN

P96000012833
February 5, 1996

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
Attn: New Filing Section

200001708472
-02/06/96--01123--001
****122.50 ****122.50

RE: ALAN S. RUBACK, P.A.

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above named proposed Florida Corporation. Also enclosed is my firm's check in the amount of \$122.50 representing payment of the following:

Filing Fees	\$35.00
Certified Copy	52.50
Registered Agent Designation	35.00

Total Due \$122.50

Please file the enclosed Articles of Incorporation and provide a certified copy to the undersigned as soon as possible and I thank you in advance for your prompt attention to this matter.

Sincerely,

FRANK, EFFMAN & WEINBERG, P.A.

Steven A. Weinberg
Steven A. Weinberg,
for the Firm

SAW/km

Encls.

FEB 9 1996 BSB

FILED
96 FEB -6 PM 3:51
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ALAN S. RUBACK, P.A.

FILED
96 FEB -6 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural persons, each of whom is licensed or otherwise legally authorized to practice the profession of law in the State of Florida, hereby associate themselves with the intention of forming a professional Corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopt the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is ALAN S. RUBACK, P.A.

ARTICLE II

PURPOSE

The purpose for which this Corporation is formed are:

- a. To engage in the professional practice of law; and
- b. To do every thing necessary, proper, or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of this certificate of incorporation.
- c. The Corporation shall carry out the above purposes through duly licensed or otherwise lawfully authorized by the State of Florida.

THE LAW FIRM OF
FRANK • EFFMAN • WEINBERG, P.A.

8000 PETERS ROAD • PLANTATION, FL 33324

ARTICLE III

CAPITAL STOCK

The total number of shares of capital stock which the Corporation shall be authorized to issue is 400 shares. Such shares shall be of a single class of common stock, and shall have a par value of one Dollar (\$1.00) per share.

ARTICLE IV

CAPITALIZATION

The amount of capital with which the Corporation will begin to practice the profession of law is not less than ONE HUNDRED (\$100.00) DOLLARS.

The Corporation may not issue any of its stock to anyone other than an individual who is duly licensed or otherwise legally authorized to render legal services in the State of Florida.

ARTICLE V

DURATION

The Corporation shall have perpetual existence.

ARTICLE VI

PRINCIPAL OFFICE

The initial street address of the Corporation's principal office is 8000 Peters Road, Plantation, Florida 33324.

ARTICLE VII

MANAGEMENT OF THE CORPORATION

The business of the Corporation shall be conducted, carried

on and managed by a Board of Directors composed of one (1) or more members which number may be altered from time to time by the bylaws of this Corporation within limitations prescribed by law. All of the officers and directors shall be individuals who are duly licensed or otherwise legally authorized to render professional legal services in the State of Florida.

The officers of this Corporation shall be a president and any other officer as the Board of Directors may deem expedient.

ARTICLE VIII

SUBSCRIBERS AND INITIAL BOARD OF DIRECTORS

<u>NAME AND ADDRESS</u> -----	<u>NUMBER OF SHARES</u> <u>SUBSCRIBED TO</u> -----	<u>CONSIDERATION</u> <u>FOR SHARES</u> -----
Alan S. Ruback 8000 Peters Road Suite 200 Plantation, Fl 33324	100	\$100.00

ARTICLE IX

DISSOLUTION

The Corporation may be dissolved at any time by unanimous written consent of the shareholders. On dissolution, the corporate property and assets shall, after payment of all debts of the Corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE X

AMENDMENTS

The Articles of Incorporation may be amended, changed,

altered or repealed in the manner now or hereafter prescribed by

the Florida Statutes and all rights conferred upon the shareholders herein are granted subject to this reservation.

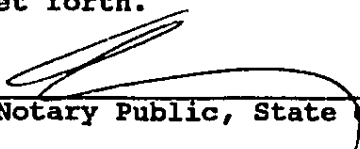
IN WITNESS WHEREOF, I, the undersigned incorporator of this Corporation, have executed these Articles of Incorporation this 5 day of February, 1996.


ALAN S. RUBACK,
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

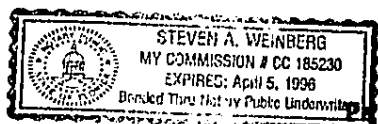
BEFORE ME, the undersigned authority, personally appeared ALAN S. RUBACK, who after being by me first duly cautioned and sworn, upon his respective oath deposes and says that he is a party to the foregoing Articles of Incorporation and acknowledged the said execution to be his free and voluntary act and deed, and that the facts therein stated are truly set out, and is personally known to me or produced a Florida Drivers License as identification.

WITNESS my hand and seal at Fort Lauderdale, Florida, the day and date first above set forth.


Notary Public, State of Florida

My commission expires:

Steven A. Weinberg
Name of Notary Public



Certificate designating place of business or domicile for the Service of Process within Florida, naming Agent upon whom process may be served.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That ALAN S. RUBACK, P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business c/o 8000 Peters Road, Plantation 33324, has named STEVEN A. WEINBERG, located at 8000 Peters Road, Plantation, Florida 33330 to accept Service of Process within Florida.


ALAN S. RUBACK

TITLE: Incorporator

DATE: February __, 1996

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 further agree to comply with all the provisions of all statutes relative to the proper and complete performance of my duties.


Steven A. Weinberg
(Registered Agent)

DATE: February 5, 1996

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2/5/96