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February 22, 1996

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

EFFECTIVE DATE
3-1-96

RE: Articles of Incorporation of Jason M. Berkman, P.A.

Gentlemen:

Enclosed is the original and one copy of the Articles of Incorporation of the above-captioned corporation.

Kindly prepare a certified copy of said Articles of Incorporation, endorse your approval thereon and return the copy to us.

We are enclosing a check in the amount of \$122.50 to cover the following:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent Fee	\$35.00

If a charter cannot be issued for any reason, please contact this office immediately.

Thank you for your cooperation in this matter.

Very truly yours,


Jason M. Berkman

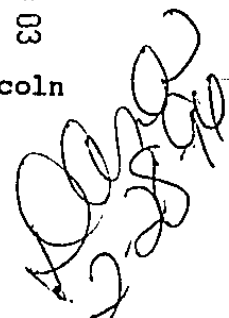
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Enclosures

P.S. Please send all documents to Jason M. Berkman, 407 Lincoln Road, PH SE, Miami Beach, Florida 33139.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION
OF
JASON M. BERKMAN, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is JASON M. BERKMAN, P.A.

DEFECTIVE DATE
3-1-96

ARTICLE II - COMMENCEMENT AND DURATION

This Corporation shall commence to exist March 1, 1996. The period of the Corporation's duration shall be perpetual or until dissolved on a vote of the Shareholders as hereafter provided.

ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:

1. To engage in the practice of law as a professional service corporation and to carry on services incident thereto through individuals duly licensed under the laws of the State of Florida. The practice of law, together with activities and services incident thereto is the sole and exclusive professional service to be rendered by this Corporation.
2. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this Corporation.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7500 shares of \$1.00 par value common stock, which shall be the only class of shares.

ARTICLE V - PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the Corporation's principal office is 407 Lincoln Road, PH South East, Miami Beach, Florida 33139. The name of the initial registered agent of this Corporation located at such office, is JASON M. BERKMAN. Signature acknowledging execution also accept duties as Registered Agent.

ARTICLE VI - CORPORATE POWERS

The Corporation shall have all the rights and powers now or hereafter conferred on professional service corporations by the laws of the State of Florida, including, but not limited to, those powers specified in Chapter 621, Florida Statutes (1995).

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation is to be managed by a Board of Directors. The number of Directors constituting the initial Board of Directors is one (1). The initial Director shall hold office until a successor is elected and qualified as provided in the By-Laws. Thereafter, the term of office of each Director shall be one (1) year and until the election and qualification of a successor. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

JASON M. BERKMAN
407 Lincoln Road
PH South East
Miami Beach, Florida 33139

ARTICLE VIII - INCORPORATOR

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

JASON M. BERKMAN
Apt. Unit 1158 - Jockey III
11111 Biscayne Boulevard
Miami, Florida 33181

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - DISSOLUTION

The Corporation may be dissolved at any time by unanimous written consent of the Shareholders; or on the affirmative vote of the holders of at least two-thirds (2/3) of the outstanding shares of the Corporation entitled to vote thereon. 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.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 22 day of February, 1996.



JASON M. BERKMAN
Incorporator and Subscriber /Registered Agent.


STATE OF FLORIDA)
 : ss
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared JASON M. BERKMAN, to me known to be the person described as Incorporator and Subscriber in and who executed the

foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida this 11 day of

February, 1996.

 Manuel Garrido
MY COMMISSION # CC628020 EXPIRES
January 29, 2000
BONDED THROUGH TROY TAYLOR INSURANCE, INC.
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My Commission Expires: 1/29/2000

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