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RICHARD H. SHULTS, P.A.

SAVINGS OF AMERICA BUILDING
225 NORTH FEDERAL HIGHWAY
SUITE 850

POMPANO BEACH, FLORIDA 33002
(305) 941-5115

RICHARD H. SHULTS
WALTER B. SCHNEIDER

TELECOPIER (305) 943-7304

March 11, 1996

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

ENCLOSURE 122.50
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***122.50 ***122.50

RE: WALTER B. SCHNEIDER, P.A.

Sir/Madam:

Enclosed you will find an original and a copy of Articles of Incorporation and the Designation of Registered Agent for the above-named corporation. Also enclosed is a check in the sum of \$122.50 representing the fees for filing, a certified copy and registered agent designation.

Please file the original of the enclosed Articles of Incorporation and return to Walter B. Schneider, 321 S.E. 15th Ave., Ft. Lauderdale, FL 33301 along with the other requested documents.

Your prompt attention to this matter would be appreciated.
Thank you.

Very truly yours,

Walter B. Schneider

Walter B. Schneider

Enclosures

MAR 18 1996 BSH

FILED
95 MAR 13 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

WALTER B. SCHNEIDER, P.A.

FILED
96 MAR 13 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being duly licensed to practice law under the laws of the State of Florida, adopts these articles to form a corporation under the Professional Service Corporation Act, F.S. Chapter 621, and other laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

WALTER B. SCHNEIDER, P.A.

The address of the principal office of this corporation shall be: 321 S.E. 15th Ave. Ft Lauderdale, FL 33301 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

The professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services. Further, this corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be: 321 S.E. 15th Ave. Ft Lauderdale, FL 33301, and the name of the initial registered agent of the corporation at that address is Walter B. Schneider.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation is:

Walter B. Schneider

321 S.E. 15th Ave.
Ft. Lauderdale. FL 33301

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Walter B. Schneider

321 S.E. 15th Ave.
Ft. Lauderdale, FL 33301

IN WITNESS WHEREOF, the undersigned subscriber(s) has executed these articles of incorporation this _____ day of March, 1996.

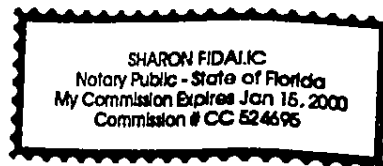
Walter B. Schneider
Walter B. Schneider

STATE OF FLORIDA)
) ss
COUNTY OF BROWARD)

The foregoing articles of incorporation were acknowledged before me by Walter B. Schneider, who is personally known to me, on this 11th day of March, 1996.

My commission expires:

Sharon Fidalic
Notary Public



FILED

96 MAR 13 AM 10:47

**CERTIFICATE DESIGNATION PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

That WALTER B. SCHNEIDER, P.A., with its principal office as indicated in the Articles of Incorporation as 321 S.E. 15th Ave., Ft. Lauderdale, FL 33301, County of Broward, State of Florida, has named WALTER B. SCHNEIDER located at 321 S.E. 15th Ave., Ft. Lauderdale, FL 33301, County of Broward, State of Florida, as its Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named as registered agent for the above stated corporation, I hereby agree to act in this capacity, as Registered Agent, and agree to comply with the provisions of all statutes relative to accept the duties and obligations of Section 607.0505, Fla Sta.(1992)

Walter B. Schneider
Walter B. Schneider,
Registered Agent

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

This instrument was acknowledged before me by Walter B. Schneider, on this 11th day of March, 1996, who (X) is personally known to me OR () who produced _____ as identification and who did take an oath.

Sharon Fidalic
NOTARY PUBLIC

My commission expires:

