

P960000054939

JUN-26-1996 16:31

EMPIRE CORPORATE KIT

P.01/04

PUBLIC ACCESS SYSTEM

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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 3302-0000

FAX: (904) 922-4000

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX: (305) 541-3770

((H96000008941)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BARBARA A. GUSUMANO, P.A.

FAX AUDIT NUMBER: H96000008941

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/26/1996

TIME REQUESTED: 10:25:45

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

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ACCOUNT NUMBER: 072460003255

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6/27/96
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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56 JUN 27 AM 7:42

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6/27/96

JUL-27-1996 11:57

EMPIRE CORPORATE KIT

P.01/03



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 27, 1996

EMPIRE CORPORATE KIT COMPANY
1492 WEST FLAGLER STREET
STE 200
MIAMI, FL 33135

SUBJECT: BARBARA A. CUSUMANO, P.A.
REF: W96000013657

We have received your document for BARBARA A. CUSUMANO, P.A. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The specific nature of business of the professional association must be stated in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: W96000008941
Letter Number: 696A00031900

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96 JUN 27 PM 1:22

DIVISION OF CORPORATIONS

*See
att X*

JUN-26-1996 16131

EMPIRE CORPORATE KIT

FILED P.02/04
96 JUN 27 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Professional Service Corporation and Limited Liability Company Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be Barbara A. Cusumano, P.A.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 333 University Drive #103, Coral Gables, FL 33134.

ARTICLE III SHARES

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares at a par value of \$0.01 per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Barbara A. Cusumano, 333 University Drive #103, Coral Gables, FL 33134.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Barbara A. Cusumano, 333 University Drive #103, Coral Gables, FL 33134.

PREPARED BY:

Steven M. Stoll
1117 Ponce De Leon Drive
Fort Lauderdale, FL 33316-1360
(954) 463-1510
Florida Bar No. 946230

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ARTICLE VI PURPOSE

This corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE VII DIRECTORS

This corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the bylaws of this corporation, but shall never be less than one. The name and street address of the initial director of this corporation is Barbara A. Cusumano, 333 University Drive #103, Coral Gables, FL 33134.

ARTICLE VIII AFFILIATED TRANSACTIONS ELECTION

This corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

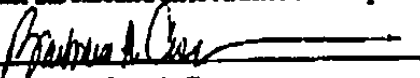
ARTICLE IX CONTROL SHARE ACQUISITION ELECTION

This corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

ARTICLE X PROFESSIONAL SERVICE CORPORATION ELECTION

This corporation expressly elects to be organized as a professional service corporation and be governed by Section 621 of the Florida Statutes, as amended from time to time. As a professional service corporation, this corporation shall provide legal services to its clients by and through its attorney employees.

The undersigned incorporator has executed these Articles of Incorporation this 26th day of June, 1996.


Barbara A. Cusumano

JUN-26-1996 16:32

EMPIRE CORPORATE KIT

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96 JUN 27 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 8.07.0601, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA.

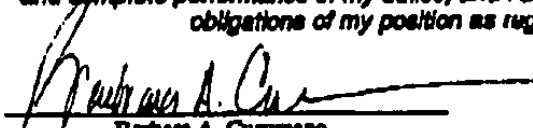
1. The name of the corporation is:

Barbara A. Cusumano, P.A.

2. The name and address of the registered agent and office is:

Barbara A. Cusumano
333 University Drive #103
Coral Gables, FL 33134

*Having been named as registered agent and to accept service of process for
the above stated corporation at the place designated in this certificate, I hereby
accept the appointment as registered agent and agree to act in this capacity. I
further agree to comply with the provisions of all statutes relating to the proper
and complete performance of my duties, and I am familiar with and accept the
obligations of my position as registered agent.*


Barbara A. Cusumano

June 26, 1996

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BARBARA A. CUSUMANO, P.A.

309 NORTHEAST FIRST STREET
GAINESVILLE, FLORIDA 32601

TELEPHONE (352) 379-2828 FACSIMILE (352) 372-3464

September 30, 1996

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

RE: Change of Address for Barbara A. Cusumano, P.A.
Change of Address of Designated Agent for
Barbara A. Cusumano, P.A.
Document No. P96000054939

Dear Sir or Madame:

Please be advised that the address for Barbara A. Cusumano, P.A. has changed to:

Barbara A. Cusumano, P.A.
309 Northeast First Street
Gainesville, FL 32601

Further, the address for the corporation's designated agent has also changed to:

Barbara A. Cusumano
Barbara A. Cusumano, P.A.
309 Northeast First Street
Gainesville, FL 32601

Please do not hesitate to call if you have any questions.

Very truly yours,



Barbara A. Cusumano, President
Barbara A. Cusumano, P.A.