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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: JUDITH A. MILLER, CPA, P.A.

FAX AUDIT NUMBER: H96000011302  
DATE REQUESTED: 08/14/1996

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 08:58:48

CERTIFIED COPIES: 1  
NUMBER OF PAGES: 5  
ESTIMATED CHARGE: \$122.50

CERTIFICATE OF STATUS: 0  
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Of Counsel

ASSISTANT IN NEW YORK

Paul R. ComEAU  
Richard B. Heath  
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August 14, 1996

VIA TELECOPY

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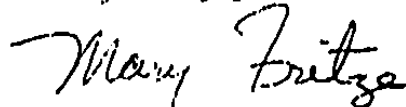
Dear Sir:

RE: Judith A. Miller, CPA, P.A.

Enclosed are the Articles of Incorporation for Judith A. Miller, CPA, P.A. Please charge our account and forward a certified copy to the undersigned.

If you have any questions, please call 1-800-331-1025.

Very truly yours,



Mary Fritze  
Legal Assistant

Attachment

9554

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ARTICLES OF INCORPORATION  
OF  
JUDITH A. MILLER, CPA, P.A.

EFFECTIVE DATE  
9-1-96

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be: JUDITH A. MILLER,  
CPA, P.A.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

The date upon which corporate existence shall begin is  
September 1, 1996.

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ARTICLE III

PURPOSE AND POWERS

The Corporation is organized for the purpose of rendering professional certified public accounting services and conducting all other lawful business which corporations are permitted to conduct under the Professional Service Corporation Act of the State of Florida, or successor statute. Without limiting the foregoing, the Corporation shall have the power to invest the funds of the Corporation in real estate, mortgages, stock, bonds and other investments and to own real or personal property necessary for the rendering of professional services, and such other powers as may from time to time be granted by the Professional Service Corporation Act of the State of Florida, or successor statute.

THIS INSTRUMENT PREPARED BY:  
Anthony L. Dutton, Esq.  
Hodgson, Russ, Andrews, Woods & Goodyear  
2000 Glades Road, Suite 400  
Boca Raton, Florida 33431  
Telephone: (407) 394-0500  
Florida Bar No. 268046  
H96000011302

ARTICLE IV

CAPITAL STOCK

The number of shares that the Corporation is authorized to have outstanding at any time is 5,000 shares of common stock of the par value of \$1.00 each.

ARTICLE V

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 2000 Glades Road, Suite 400, Boca Raton, Florida 33432, and the name of its initial registered agent of the Corporation at that address is HRAWG Corp.

ARTICLE VI

PRINCIPAL OFFICE/MAILING ADDRESS OF THE CORPORATION

The principal office/mailing address of the Corporation is:

2200 W. Commerical Boulevard  
Suite 310A  
Ft. Lauderdale, Florida 33309

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

Anthony L. Dutton  
2000 Glades Road, Suite 400  
Boca Raton, Florida 33431

IN WITNESS WHEREOF, I have made and executed these Articles of Incorporation this 13th day of August, 1996.

  
Anthony L. Dutton, Incorporator

1196000011302

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated registered agent and to accept service of process for the above-named Corporation at the place described in the foregoing Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. Further, it agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and states that it is familiar with and accepts the obligations of its position as registered agent.

HRAWG Corp.

BY: 

Cormac C. Conahan, Vice President

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