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Law Offices of Jody Leslie

SUZANNE W. SCHWARTZ
OF COUNSEL
ALSO ADMITTED NEW JERSEY STATE BAR

JODY LESLIE
BOARD CERTIFIED
WILLS, TRUSTS AND ESTATE LAWYER
MASTER OF LAWS IN ESTATE PLANNING
ALSO ADMITTED NEW YORK STATE BAR

August 22, 1996

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

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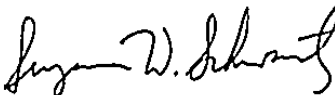
Re: Suzanne W. Schwartz, P.A.

Dear Sir/Madam:

Enclosed for filing please find Articles of Incorporation for the above-referenced professional corporation. Also enclosed is a check in the amount of \$70.00 for your filing fee and the registered agent designation.

Please date-stamp the enclosed copy of the Articles and return it to me in the enclosed envelope. Should you have any questions, please do not hesitate to call. Thank you.

Very truly yours,


Suzanne W. Schwartz

FILED
55 AUG 26 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JL:jm

8-28-96
KR

ARTICLES OF INCORPORATION
OF
SUZANNE W. SCHWARTZ, P.A.

FILED
1983
JAN 10
11:00 AM
CLERK OF COURT
JAN 10 1983

The undersigned files these Articles of Incorporation for the purpose of forming a professional Corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, privileges, rights and immunities of a professional corporation, and does hereby organize the Corporation with the name set forth below and adopts the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is Suzanne W. Schwartz, P.A. (the "Corporation").

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

This Corporation is organized for the following purposes:

(a) To engage in the practice of law as a professional law corporation and to carry on services incident to the practice of law. The practice of law is the sole and exclusive professional service to be rendered by this Corporation.

(b) 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.

The professional services of this Corporation shall be carried out only through officers, employees, and agents, each of whom has been admitted to the Bar of, and is duly authorized to practice law in, the State of Florida.

ARTICLE IV

The aggregate number of all classes of stock which the Corporation has authority to issue is 10,000 shares, no par value.

ARTICLE V

No shareholder shall have any preemptive right whatsoever, and cumulative voting shall not be permitted.

ARTICLE VI

The principal place of business of the Corporation shall be 515 East Las Olas Boulevard, #1150, Fort Lauderdale, Florida 33301, and its mailing address shall be the same.

ARTICLE VII

The name of the registered agent and the street address of the initial registered office of the Corporation is:

NAME

ADDRESS

Suzanne W. Schwartz

515 E. Las Olas Blvd. #1150
Ft. Lauderdale, FL 33301

ARTICLE VIII

The names and street addresses of the initial officers and directors, who shall hold office until the first meeting of the shareholders or until a successor shall have been elected and qualified, is as follows:

NAME

ADDRESS

Suzanne W. Schwartz
President/Director

515 E. Las Olas Blvd., #1150
Ft. Lauderdale, FL 33301

The number of directors may be increased or decreased from time to time by amendment to the By-Laws of the Corporation, provided that the Corporation shall at all times have at least one director.

ARTICLE IX

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

NAME

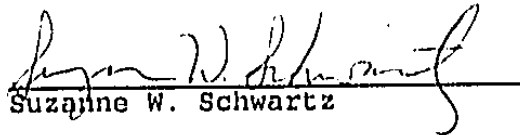
ADDRESS

Suzanne W. Schwartz

515 E. Las Olas Blvd., #1150
Ft. Lauderdale, FL 33301

IN WITNESS WHEREOF, I have hereunto set my hand this 19th
day of August, 1996.

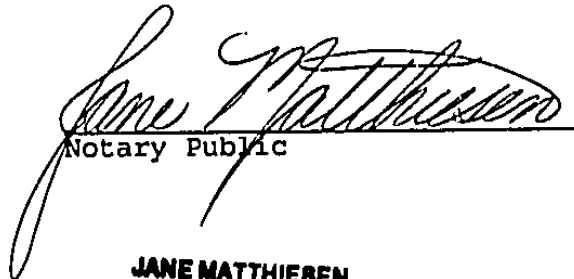
INCORPORATOR


Suzanne W. Schwartz

STATE OF FLORIDA :
COUNTY OF BROWARD : SS

The foregoing instrument was acknowledged before me this 19th
day of August, 1996 by Suzanne W. Schwartz, who is personally known
to me.

JANE MATTHIESEN
Notary Public, State of Florida
My Comm. Expires March
No. CC 359035
Bonded Thru Official Notary Service


Notary Public

JANE MATTHIESEN
Notary Public, State of Florida
My Comm. Expires March 24, 1998
No. CC 389085
Bonded Thru Official Notary Service

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

Pursuant to the provisions of Section 607.0501, 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 Suzanne W. Schwartz, P.A.
2. The name and address of the registered agent and office is:

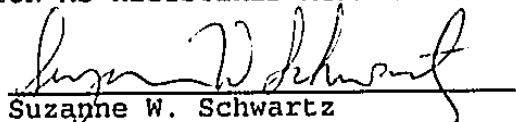
NAME

Suzanne W. Schwartz

ADDRESS

515 E. Las Olas Blvd. #1150
Ft. Lauderdale, FL 33301

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.


Suzanne W. Schwartz

Dated: Aug. 19, 1996

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SECRET
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STATE
FLORIDA