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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: LARDNER & ASSOCIATES, P.A.
AUDIT NUMBER......H96000013589
DOC TYPE..........FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0
CERT. COPIES......1

PAGES....... 4
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ARTICLES OF INCORPORATION OF LARDNER & ASSOCIATES, P.A.

(A)

The undersigned incorporator to these Articles of Incorporation, being a natural person competent to contract as an attorney licensed to render legal professional services, does hereby form a professional service corporation under the laws of the State of Florida, pursuant to the provisions of Chapter 607 and 621, Florida statutes, and adopts the following to be the Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Lardner & Associates, P.A.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3194 Commodore Plaza
Miami, FL 33133

ARTICLE III CORPORATE PURPOSE

The object and purpose to be transacted and carried on by this Corporation and the services to be rendered in connection therewith are as follows:

1. To engage in the business or rendering professional legal services to the public.

2. To do all and everything necessary and proper for the accomplishment of any of the objects or purposes enumerated in these Articles of Incorporation or any amendment thereto, or in furtherance of this Corporation and, in general, either alone or in association with other corporations, firms, or individuals to carry on any lawful business, transactions, or activities for which corporations may be incorporated, and permitted under the laws of Florida an the United States, and to attain the objectives of this Corporation.

Eric S. Friedfeld
Friedfeld and Associates, P.A.
Certified Public Accountants
Bayshore Drive, Suite 400
Coconut Grove, Florida 33133

ERIC S. FRIEDFELD, CPA
2665 S. BAYSHORE DR. #400
COCONUT GROVE, FL 33133
(305) 854-2822

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ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 shares at $1.00 par value

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Claire E. Lardner
6971 S.W. 64th Court
Miami, FL 33143

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Claire E. Lardner
6971 S.W. 64th Court
Miami, FL 33143

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

6th Day of August, 1996

Claire E. Lardner
Signature

Signature

Signature

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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:

Lardner & Associates, P.A.

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

Claire E. Lardner
6971 S.W. 64th Court
Miami, FL 33143

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 a registered agent.

Claire E. Lardner
Signature

August 6, 1996
Date

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