

P96000096132

KAPETANAKIS & PETIT, P.A.
ATTORNEYS AT LAW

ALEXANDER KAPETANAKIS
MICHAEL GARCIA PETIT

BISCAYNE BUILDING
19 WEST FLAGLER STREET
SUITE 707
MIAMI, FLORIDA 33130

TELEPHONE: (305) 577-8985
FAX: (305) 577-9827

November 17, 1996

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

800002009688--1
-11/20/96--01064--012
****122.50 ****122.50

Re: Articles of Incorporation for MICHAEL GARCIA PETIT, PA

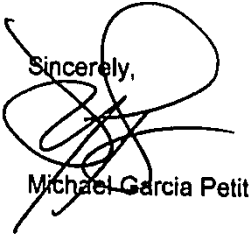
Dear Sir/Ms:

Please find enclosed an original and one copy of the Articles of Incorporation for the above corporation along with a check for \$122.50 to cover the costs of filing for incorporation and a certified copy of the certificate of incorporation.

Please forward the certificate of incorporation to my attention at the address above. Should there be any problem with this filing, please do not hesitate to contact me.

Thank you for your prompt attention to this matter.

Sincerely,



Michael Garcia Petit

MGP:mp
enclosure

NOV 26 1996

BSB

EFFECTIVE DATE

11-18-96

FILED
96 NOV 20 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MICHAEL GARCIA PETIT, P.A.

FILED

96 NOV 20 AM 9:30

STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Professional Service Corporation under the laws of the State of Florida.

ARTICLE I.

The name of this corporation shall be: MICHAEL GARCIA PETIT, P.A.

EFFECTIVE DATE

11-18-96

ARTICLE II.

The general nature of the business proposed to be transacted and carried on, and the objectives and purposes of the Corporation is to engage or transact in providing legal services under the laws of the United States, the State of Florida or any other state, territory or nation in which the providing of such services is permitted.

ARTICLE III.

The capital stock of this Corporation shall consist of 100 shares of common stock. There shall be no par value per share. Said stock shall only be issued to persons licensed in the practice of law in the State of Florida. Each holder of common stock shall have one vote for each share of such stock held. The whole or any part of the capital stock of this Corporation shall be payable in lawful money of the United states, by proper labor, by services, or by property, at a just valuation to be fixed by the directors.

ARTICLE IV.

This Corporation is to have a perpetual existence.

ARTICLE V.

The street address of the initial registered office of this Corporation is 19 West Flagler Street #707, Miami, Florida 33130. The corporate mailing address shall be the same.

The name of the initial registered agent of this Corporation at that address is MICHAEL GARCIA PETIT, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for the service of process. The Board of Directors may, from time to time, move the registered office to any other address within the State of Florida.

ARTICLE VI.

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors subject to any of the limitations set forth in these Articles of Incorporation.

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

**MICHAEL GARCIA PETIT
1320 NW 97TH TERRACE
PEMBROKE PINES, FLORIDA**

ARTICLE VII.

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and creating, dividing, limiting and regulating the powers of the Corporation, its stockholders and directors, are hereby adopted as part of these articles of Incorporation.

(a) The Board of Directors from time to time shall determine whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders.

(b) The directors may prescribe a method or methods for the replacement of lost stock certificates, and prescribe reasonable conditions by the way of security, upon the issue of new certificates therefore.

(c) Unless otherwise determined by the Board of Directors no holder of stock of the Corporation shall be entitled as such, as a matter of right, to purchase or subscribe for any stock of any class which the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether out of unissued shares authorized by the Corporation acquires by it after the issue thereof, and whether issued for cash or otherwise, nor shall he be entitled to any right of subscription to any thereof; nor, unless otherwise determined by the Board of Directors, shall any holder of any shares of the capital stock of the Corporation be entitled as a matter of right, to purchase or subscribe for any obligation which the Corporation may issue or sell that may be convertible into or exchangeable for any shares of the stock of the Corporation of any class or classes, or to which shall be attached or appurtenant to any warrant or warrants, or any instruments or instrument that shall confer upon the holder or holders

of such obligation the right to subscribe for or purchase from the corporation any share of its capital stock of any class or classes.

(d) No contract or other transaction between the Corporation and any other Corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the Corporation is or are interested in, or is a director or officer, or are directors or officers of such other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in any such contract, act or transaction of the Corporation with any person or persons, firm or corporation and each and every person who may become a director of the Corporation is hereby relieved from any liability that may otherwise exist from thus contracting with the Corporation for the benefit of himself or any other firm, association or corporation in which he may be in any wise interested. Any director of the Corporation may vote upon any contract or other transaction between the Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

(e) The Corporation shall indemnify each officer or director or any former officer or director to the full extent permitted by law.

(f) Directors may set salaries or other compensation of the officers without prior stockholder consent or subsequent stockholder ratification, including setting salaries or other compensation for members of the Board who may also from time to time serve as officers of the Corporation.

ARTICLE VIII.

The name and address of the incorporator of this Corporation is as follows:

**MICHAEL GARCIA PETIT
1320 NW 97TH TERRACE
Pembroke Pines, Florida**

ARTICLE IX.

The initial fiscal year shall end on December 31, 1996 and thereafter each fiscal year shall include the period of January 1 through December 31 of each calendar year.

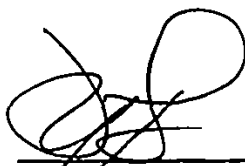
ARTICLE X.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders having the right to vote on any such amendment, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the

stockholders entitled to vote therein sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

This corporation shall begin existence as of the date of the execution of these Articles.

IN WITNESS THEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this 18th day of November, 1996.



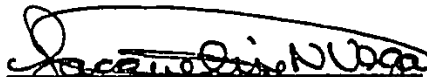
MICHAEL GARCIA PETIT, Esquire
Incorporator

STATE OF FLORIDA)

COUNTY OF DADE)

) SS:

THE FOREGOING Articles of Incorporation were acknowledged before me on this 18th day of November, 1996, by **MICHAEL GARCIA PETIT**, the subscriber to the said Articles of Incorporation.


NOTARY PUBLIC, State of Florida

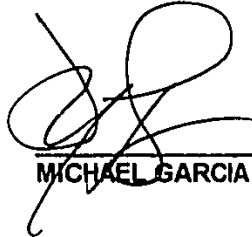
My Commission Expires:



JACQUELINE NANCY VEGA
My Commission CC539514
Expires Mar. 13, 2000

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

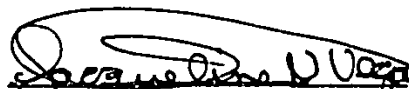
THE UNDERSIGNED, having been appointed as Registered Agent for the above named Corporation, hereby consents to said appointment and agrees to serve as same for said Corporation and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.



MICHAEL GARCIA PETIT

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

THE FOREGOING Acceptance of Designation as Registered Agent was acknowledged before me this 18th day of November, 1996.


NOTARY PUBLIC, State of Florida

My Commission Expires:



JACQUELINE NANCY VEGA
My Commission CC539514
Expires Mar. 13, 2000

FILED
96 NOV 20 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA