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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 20, 1996
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE

11.20.96

200000014772-2

Re: Articles of Incorporation for ALEXANDER KAPETANAKIS, P.A.

-11/26/96--01128--011
****122.50 ****122.50

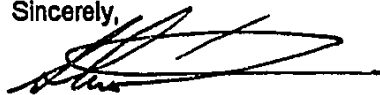
Dear Sir/Ms:

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,



ALEXANDER KAPETANAKIS

AK:
enclosure

DEC 4 1996 BSB

FILED
NOV 26 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
11.20.96

ARTICLES OF INCORPORATION

OF

ALEXANDER KAPETANAKIS, P.A.,

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Professional Association, under the laws of the State of Florida, by and under the provisions for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

The name of this corporation shall be: ALEXANDER KAPETANAKIS, P.A.,

ARTICLE II.

The general nature of the business proposed to be transacted and carried on, and the objectives and purposes of the Corporation, are to do any and all the things herein mentioned, as fully and to the same extent as natural persons might or could be, viz:

- (a) To practice the profession of Law.
- (b) To operate and maintain stores, buildings, warehouses or any other real property for the carrying out of any of the foregoing businesses.
- © To lease, hire or otherwise acquire, to own, hold, maintain, improve, alter and to sell, convey, mortgage or otherwise dispose of real and personal property and any interest therein.
- (d) To guarantee, to acquire by purchase, subscription or otherwise, hold for investment or otherwise dispose of the shares of the capital stock of, or any bonds, securities or any evidences of indebtedness created by any other corporation or corporations; and while the owner of any such stocks, bonds, securities or evidences of indebtedness, and to exercise all the rights, powers and privileges of ownership; including the right to vote thereon for any and all purposes; to aid by loan, subsidy, guaranty, or in any other matter whatsoever so far as the same may be permitted in the case of corporations organized under the general corporation laws of the State of Florida, any corporation whose stocks, bonds, securities or other obligations are or may be in any manner and at any time owned, held or guaranteed, and to do any and all other acts or things for the preservation, improvement, enhancement in the value of any such stocks, bonds, securities or other obligations; and to do all any such other acts or things designed to accomplish any such purposes.
- (e) To acquire, hold, own, dispose of, and generally deal in grants, concessions, franchises and contracts of every kind; to cause to be formed, promote and to aid in any way in the formation of any corporation, domestic or foreign.
- (f) To act as financial, business and purchasing agent for domestic and foreign corporations, individuals, partnerships, associations, state governments or other bodies.
- (g) To acquire in any manner, enjoy, utilize, hold, sell, assign, lease, mortgage or

otherwise dispose of, letters of patent of the United States or of any foreign country, patents, patent rights, licenses and privileges, inventions, improvements, processes, copyrights, trademarks and trade names or pending applications therefor, relating to or useful in connection with the business of the Corporation may have an interest as a stockholder or otherwise.

(h) To borrow money and contract debts when necessary for the transaction of its businesses or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purposes of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness payable at a specified time or payable upon the happening of a specific event, whether secured by mortgage, pledge or otherwise, or unsecured, for money borrowed or in payment for property purchased or acquired, or for any other lawful objects.

(i) To acquire by purchase, subscription or otherwise, and to hold for investment, and to own, hold, sell, vote and handle shares of stocks in other corporations.

(j) To have one or more offices, conduct its business and promote its objects within and without the State of Florida, in other states, the District of Florida, and the territories, possessions and dependencies of the United States, and in foreign countries, with restrictions as to place or amount.

(k) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects of the furtherance of any of the powers enumerated in these articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, as principal, agent, director, trustee or otherwise, and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purpose or attainment of the objects of the Corporation, whether or not such business is similar in nature to the purposes and objects set forth in these article of incorporation or any powers, and to have such other purposes as may now or hereafter by lawful and authorized under the laws of the State of Florida.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the Professional Corporation; it is hereby expressly provided that the foregoing enumeration of specific power shall not be held to limit or restrict in any manner the powers of the Corporation.

ARTICLE III.

The capital stock of this Corporation shall consist of 100 shares of common stock, at a par value of \$1.00 per share, shall be issued herewith.

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 mailing and street address of the initial registered office of this Corporation is 2655 Lejeune Road, Suite 807, Coral Gables, Florida 33134.

The name of the initial registered agent of this Corporation at that address is **ALEXANDER KAPETANAKIS**, 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 or without the State of Florida.

ARTICLE VI.

This Corporation shall have one (1) director initially. The number of directors maybe 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 director(s) of this Corporation is/are:

**ALEXANDER KAPETANAKIS,
2655 Lejeune Road, Suite 807
Coral Gables, Florida 33134**

ARTICLE VII.

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

(d) 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:

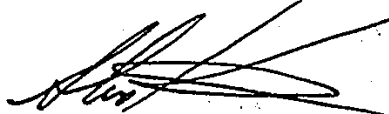
**ALEXANDER KAPETANAKIS,
2655 Lejeune Road, Suite 807
Coral Gables, Florida 33143**

ARTICLE IX.

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 WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Coral Gables, Dade County, Florida, for the uses and purposes aforesaid, this 20 day of November, 1996.



ALEXANDER KAPETANAKIS, - Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

THE FOREGOING Articles of Incorporation were acknowledged before me on this 20 day of November, 1996, by ALEXANDER KAPETANAKIS, 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.


ALEXANDER KAPETANAKIS

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

THE FOREGOING Acceptance of Designation as Registered Agent was acknowledged before me this 20 day of November, 1996.


NOTARY PUBLIC, State of Florida

My Commission Expires:



JACQUELINE NANCY VEGA
My Commission CC530614
Expires Mar. 13, 2000

This Instrument prepared by:

ALEXANDER KAPETANAKIS
19 West Flagler Street #707
Miami, Florida 33130

FILED
96 NOV 26 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA