ROBERT L. SUSSMAN, ESQ.
The White Building, Suite # 200
One Northeast 2nd Avenue

One Northeast 2nd Avenue Miami, Florida 33132 (305) 358-1100

SECRETARY OF STATE TALLAHASSEE, FLORIDA

November 13, 1996

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: THE LAW OFFICES OF ROBERT L. SUSSMAN, P.A.

Dear Sirs.

Please find the enclosed Articles of Incorporation for the above-referenced company together with the attached check (number (207) in the amount of one hundred and twenty-two dollars and fifty-cents (\$122.50) for the filling fees and for a certified copy of these corporate papers. Additionally, please find the enclosed addressed and stamped envelope for your convenience in returning the certified copy.

Thank you for your time and cooperation and please do not hesitate to contact myself or my registered agent should you have any questions or should you require any further information.

Very truly yours,

Robert L. Sussman, Esq.

RLS/mah Encis.



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 22, 1996

ROBERT L. SUSSMAN, ESQ. 1 NE 2ND AVE, SUITE #200 MIAMI, FL 33132

SUBJECT: LAW OFFICES OF ROBERT L. SUSSMAN, P.A.

Ref. Number: W96000024815

We have received your document for LAW OFFICES OF ROBERT L. SUSSMAN, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

The corporate name must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Letter Number: 796A00053242

Pamela Hall Document Specialist

ARTICLES OF INCORPORATION

FILED

OF

96 DEC 13 AM 9:55

SECRETARY OF STATE TALLAHASSEE. FLORIDA

LAW OFFICES OF ROBERT L. SUSSMAN, P.A.

ARTICLE 1 - NAME

The name of this corporation is Law Offices of Robert L. Sussman, P.A.

ARTICLE II - CORPORATE EXISTENCE

The existence of this corporation shall commence on the day of filing these Articles of Incorporation. The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the sole and specific purpose of rendering professional legal services; nevertheless, it shall be authorized to transact any or all lawful business as provided by Florida Statutes, Chapter 621, Professional Service Corporation Act, as it exists on the date hereof or as it may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

NUMBER OF SHARES
AUTHORIZED
PAR VALUE
PER SHARE
STOCK

1,000
\$1.00
Common

ARTICLE V - OFFICERS

The initial officers of the Corporation shall be:

ARTICLE VI - PRINCIPAL OFFICE

The corporation's principal office shall initially be located at One NE Second Avenue, Suite 200, Miami, Florida 33132. The corporation's mailing address shall, initially, be located at the same address.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

REGISTERED AGENT

STREET ADDRESS OF REGISTERED OFFICE

Michael A. Haber, Esquire

One NE Second Avenue, Suite 202 Miami, Florida 33132

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one 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. The initial director of this corporation is:

DIRECTOR

ADDRESS

Robert L. Sussman

One NE Second Avenue, Suite 200 Miami, Florida 33132

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

NAME

ADDRESS

Robert L. Sussman

One NE Second Avenue, Suite 200 Miami, Florida 33132

ARTICLE X - INDEMNIFICATION

FILED

This corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended to hereafter.

ARTICLE XI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this ___ day of December, 1996.

Incorporator:

ROBERT L. SUSSMAN

I, the undersigned initial registered agent, am familiar with and accept the duties and responsibilities as registered agent for the corporation;

MICHAZL A. HABER