

**P96000103729**  
LAW OFFICE  
*Talbot and Associates*  
A PROFESSIONAL ASSOCIATION

GEOFFREY TALBOT  
CECILIA ARMENTEROS

10800 BISCAYNE BOULEVARD  
SUITE 630  
MIAMI, FLORIDA 33161  
(305) 899-8911

December 13, 1995

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

700002037677--3  
-12/24/96--01167--019  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Cecilia Armenteros, P.A.

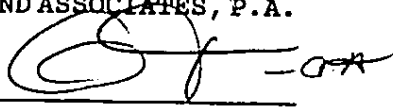
To whom it may concern:

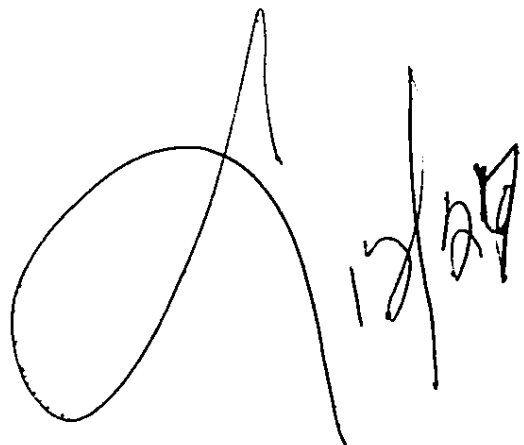
Kindly file the enclosed Articles of Incorporation for Cecilia Armenteros, P.A. Enclosed please find NationsBank Personal Money Order #0107049 in the amount of \$70.00 (SEVENTY DOLLARS), representing the filing fee.

Your cooperation in this matter is most appreciated. Please advise if I may be of further service.

Very truly yours,

TALBOT AND ASSOCIATES, P.A.

By:   
GEOFFREY TALBOT, ESQ.  
For the Firm



96 DEC 23 PM 12:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is CECILIA ARMENTEROS, P.A.

ARTICLE II - LOCATION

The address of the principal office is 10800 Biscayne Boulevard, Suite 630, Miami, Florida 33161.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLES IV - PURPOSE

This corporation is organized for the purpose of practicing law.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock which shall be designated " Common Shares ".

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

96 DEC 23 PM 12:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 10800 Biscayne Boulevard, Suite 630, Miami, Florida 33161 and the name of the initial registered agent of this corporation at that address is **CECILIA ARMENTEROS**.

**ARTICLE VIII- INITIAL BOARD OF DIRECTORS**

This corporation shall has 1 Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The name(s) and address(es) of the initial Board of Directors of this corporation is (are):

<b>NAME</b>	<b>ADDRESS</b>
Cecilia Armenteros	10800 Biscayne Boulevard Suite 630 Miami, Florida 33161

**ARTICLE IX - INCORPORATORS**

The name and address of each person signing these Articles is:

<b>NAME</b>	<b>ADDRESS</b>
Cecilia Armenteros	10800 Biscayne Boulevard Suite 630 Miami, Florida 33161

**ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XII - DESIGNATION OF RESIDENT AGENT**

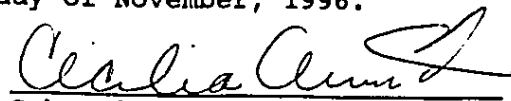
Cecilia Armenteros, P.A., hereby designates Cecilia Armenteros, 10800 Biscayne Boulevard, Miami, Florida as resident agent.

**ACCEPTANCE OF RESIDENT AGENT**

I am familiar with and hereby accept the duties and responsibilities as resident agent for Cecilia Armenteros, P.A.

  
\_\_\_\_\_  
CECILIA ARMENTEROS

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of November, 1996.

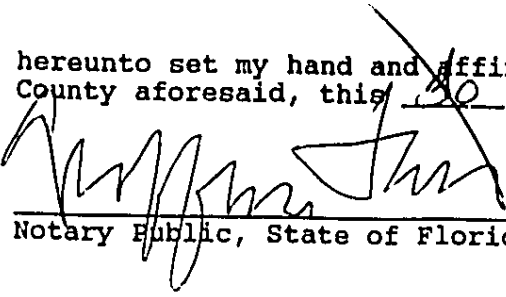
  
\_\_\_\_\_  
Subscriber

STATE OF FLORIDA )  
                          ss:  
COUNTY OF DADE )

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **CECILIA ARMENTEROS**, personally known to me to be the person who executed the foregoing Articles of Incorporation, who executed these Articles of Incorporation without taking an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 30 day of November, 1996.

My Commission Expires:

  
\_\_\_\_\_  
Notary Public, State of Florida



GEOFFREY TALBOT  
My Commission CC331268  
Expires Nov. 18, 1997  
Bonded by HAI  
800-422-1555

96 DEC 23 PM 12:09  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED