

996000103729
Talbot and Associates
A PROFESSIONAL ASSOCIATION

GEOFFREY TALBOT
CECILIA ARMENTEROS

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

December 13, 1995

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-12/24/96--01167--019
*****70.00 *****70.00

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

Re: Cecilia Armenteros, P.A.

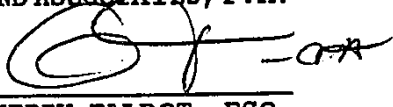
To whom it may concern:

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.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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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):

NAME	ADDRESS
Cecilia Armenteros	10800 Biscayne Boulevard Suite 630 Miami, Florida 33161

ARTICLE IX - INCORPORATORS

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

NAME	ADDRESS
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.

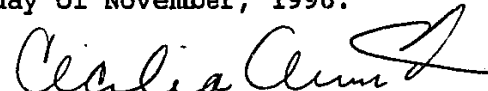
ACCEPTANCE OF RESIDENT AGENT

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.



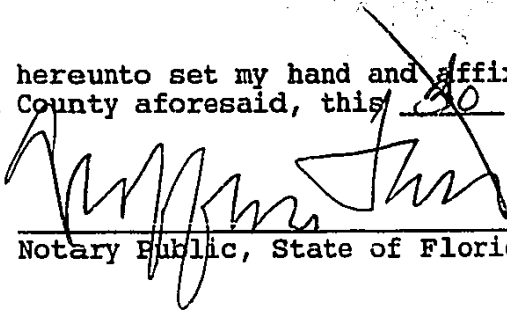
Subscriber

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 20 day of November, 1996.

My Commission Expires:



Notary Public, State of Florida



GEOFFREY TALBOT
My Commission CG331268
Expires Nov. 18, 1997
Bonded by HAI
800-422-1555

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