

P97 0000 0 1435

Zimmerman, Marconi

CERTIFIED
PUBLIC
ACCOUNTANTS

& Co., P.A.

13320 S.W. 128 STREET
MIAMI, FLORIDA 33186

City/State/Zip

Phone

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 30, 1996

ZIMMERMAN MARCONI & CO PA
13320 SW 128 STREET
MIAMI, FL 33186

SUBJECT: ROBERT M. MARCONI P.A.
Ref. Number: W96000027216

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97 JAN -7 PM 2:27
TALLAHASSEE, FLORIDA

We have received your document for ROBERT M. MARCONI 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):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The registered agent and registered office listed in your articles of Incorporation must be consistent 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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 696A00057696

ARTICLES OF INCORPORATION

OF

ROBERT M. MARCONI, P.A.

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97 JAN -7 PM 2:21
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby comes to form a corporation under the laws of the State of Florida, Florida Statutes 621.01 et. seq., and the corporation so formed shall be a professional services corporation for profit.

ARTICLE I-NAME

The name of the corporation shall be: ROBERT M. MARCONI, P.A.

ARTICLE II-TERM OF EXISTENCE

This corporation is to exist perpetually and shall commence at the time of filing these Articles.

ARTICLE III-NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be the performance of accounting and related services or other forms or financial services for which the individuals rendering these professional services are duly licensed and/or regulated.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or instruments to secure the payment of corporate indebtedness.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other jurisdictions, states and countries.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of capital stock of, any bonds, securities, or other evidence of indebtedness created by any corporation of the State of Florida or any other state or government, and while the owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE IV-CAPITAL STOCK

The corporation is authorized to have outstanding at any one time five thousand (5,000) shares of stock having a par value of \$.01 (one cent) per share, all of the same class.

ARTICLE V-STOCKHOLDERS

No person shall become a shareholder unless that person is duly licensed by the State of Florida Department of Professional Regulation or other regulatory department as a Certified Public Accountant or otherwise legally authorized to render the specific professional services for which this corporation was incorporated. The initial stockholder will be ROBERT M. MARCONI, CPA, CVA.

ARTICLE VI-INITIAL PRINCIPAL OFFICE

The initial principal office of the corporation shall be: ROBERT M. MARCONI, P.A., 13320 S.W. 128th Street, Miami, Florida, 33186.

ARTICLE VII-INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent upon whom service of process shall be made is: MAUREEN O' DONNELL, ESQ., 15321 South Dixie Highway, Suite 209, Miami, Florida, 33186.

ARTICLE VIII-INITIAL DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the bylaws adopted by the stockholders. The name and post office address of the member of the first board of directors is: ROBERT M. MARCONI, CPA, CVA, 13320 S.W. 128th Street, Miami, Florida 33186.

ARTICLE IX-INCORPORATOR

The name and post office addresses of the incorporator is:
ROBERT M. MARCONI, CPA, CVA 13320 S.W. 128th Street, Miami, Florida, 33186.

ARTICLE X-AMENDMENTS

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 and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.


ROBERT M. MARCONI

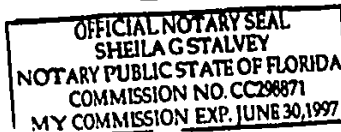
STATE OF FLORIDA)
) ss
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this date, before me, a notary public, duly authorized in the county and state aforesaid to take acknowledgments personally appeared ROBERT M. MARCONI to me known to be the person described as the incorporator (subscriber) in and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the county and state aforesaid this 20th day of December, 1996.

Sheila G. Stalvey
NOTARY PUBLIC State of Florida

My Commission Expires:



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97 JAN - 7
2:27
TALLAHASSEE
FLORIDA

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in that capacity and agree to comply with applicable law.

Maureen O' Donnell
MAUREEN O' DONNELL, ESQ.