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1/21/97

FLORIDA DIVISION OF CORPORATIONS
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((H97000001127 4))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.
CONTACT: JOHNNY C RODRIQUEZ
PHONE: (305) 672-0686

ACCT#: 073171003004

FAX #: (305) 672-9110

NAME: DAVID M. EDELSTEIN, P.A.

AUDIT NUMBER.....H97000001127

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...1

PAGES..... 4

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 22, 1997

CORPORATE CREATIONS INTERNATIONAL, INC.

SUBJECT: DAVID M EDELSTEIN, P.A.
REF: W97000001498

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

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) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: E97000001127
Letter Number: 797A00003026

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Articles of Incorporation
of
David M. Edelstein, P.A.

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TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is:
David M. Edelstein, P.A.

The Corporation is being formed for the practice of law and all other activities permitted under applicable law.

Article II. Address

The mailing address of the Corporation is:
David M. Edelstein, P.A.
1540 Euclid Avenue, Suite 207
Miami Beach FL 33139

EFFECTIVE DATE
1-21-97

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
David M. Edelstein
1540 Euclid Avenue, Suite 207
Miami Beach FL 33139

Article IV. Board of Directors

The name of each initial member of the Corporation's Board of Directors is:
David M. Edelstein

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code #125)
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective January 21, 1997

The undersigned incorporator executed these Articles of Incorporation on January 21, 1997

Corporate Creations International Inc.

By: 

Kara O'Donnell Vice President

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Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code #125)
Miami Beach FL 33139-6629
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:

David M. Edelstein, P.A.

REGISTERED AGENT:

David M. Edelstein
1540 Euclid Avenue, Suite 207
Miami Beach FL 33139

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



David M. Edelstein
by K. O'Donnell as attorney-in-fact

Date: January 21, 1997

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Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code #125)
Miami Beach FL 33139-6628
(305) 672-0886

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