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CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: ROBERT M. SAUNDERS, P.A.

AUDIT NUMBER.....H97000001352

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

CERT. OF STATUS..0

PAGES..... 3

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**ARTICLES OF INCORPORATION
OF
ROBERT M. SAUNDERS, P.A.,
A Professional Association**

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The undersigned incorporator, for the purposes of forming a Professional Association under Chapter 621 of the Florida Statutes and other applicable law incorporated therein, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the Professional Association is Robert M. Saunders, P.A.

ARTICLE II: PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Professional Association shall be 44 West Flagler Street, Suite 402, Miami, FL 33130.

ARTICLE III: SHARES

All stock issued by this Professional Association shall be common voting stock of a single class. The number of shares of stock that this Professional Association is authorized to have outstanding is Seven Thousand Five Hundred (7,500). The stock of this Professional Association shall have a par value of One Dollar and No Cents (\$1.00) each.

ARTICLE IV: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the registered agent is Robert M. Saunders whose registered office is 44 West Flagler Street, Suite 402, Miami, FL 33130.

ARTICLE V: PURPOSE

The purpose for which this Professional Association is organized is to engage in the practice of law. The Professional Association shall be permitted to engage in all lawful activities permitted by the Professional Service Corporation and Limited Liability Company Act, as amended from time to time.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The initial board of directors shall be comprised of one person. The number of directors may be increased from time to time as provided for in the by-laws of this Professional

Prepared By:
Robert M. Saunders, Esq.
Florida Bar No. 50695
44 West Flagler Street, Suite 402
Miami, FL 33130
305-577-4999

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Association, but shall never be less than one. The name and address of the initial director shall be Robert M. Saunders, 44 West Flagler Street, Suite 402, Miami, FL 33130.

ARTICLE VII: INDEMNIFICATION

Directors and officers of this Professional Association and employees who are also directors and/or officers of this Professional Association shall be held harmless and indemnified by this Professional Association for all acts and omissions of such person to the fullest extent permitted by applicable law. The terms directors, officers and employees, as used and limited above, shall include current and former directors, officers and employees.

ARTICLE VIII: BY-LAWS

The power to adopt, alter, amend or repeal the by-laws of this Professional Association shall be vested, respectively and concurrently, in the Board of Directors and the shareholder(s) of this Professional Association.


ARTICLE IX: INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Robert M. Saunders, 44 West Flagler Street, Suite 402, Miami, FL 33130.

ARTICLE X: AMENDMENT

This Professional Association reserves to its shareholder(s) the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation (provided any such amendment or repeal is consistent with the provisions of the Professional Service Corporation and Limited Liability Company Act, as amended from time to time). Any rights which these Articles of Incorporation may confer upon this Professional Association may be modified or canceled by a vote of the shareholder(s) to amend or repeal such Articles of Incorporation (provided any such amendment or repeal is consistent with the provisions of the Professional Service Corporation and Limited Liability Company Act, as amended from time to time).

The undersigned incorporator has executed these Articles of Incorporation this 23rd day of January, 1997.


Robert M. Saunders,
Incorporator

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HAVING BEEN NAMED AS THE REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED PROFESSIONAL ASSOCIATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Robert M. Saunders
Robert M. Saunders,
Registered Agent

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