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JORGE A. LOPEZ
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January 22, 1997

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

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****122.50 ****122.50

RE: **Jorge A. Lopez, P.A.**

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of Jorge A. Lopez, P.A., along with a draft in the sum of $122.50, made payable to the Secretary of State to cover filing fees. Please process same and forward a certified copy to us at your earliest convenience.

Very truly yours,

JORGE A. LOPEZ

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 27 AM 11:42

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Enclosures

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ARTICLES OF INCORPORATION

OF

JORGE A. LOPEZ, P.A.

The undersigned natural person, who is licensed to practice law in the State of Florida, hereby forms a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation is "Jorge A. Lopez, P.A."

ARTICLE II. DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III. PURPOSE

This corporation is organized for the following purposes:

a. To engage in the practice of law as a professional law corporation and to carry on services incident thereto. The practice of law is the sole and exclusive professional service to be rendered by the corporation.

b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

c. The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom has been admitted to the bar of, and is duly authorized to practice law in, the State of Florida.

ARTICLE IV. CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is 500 shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollar ($1.00) per share.

ARTICLE V. PRINCIPAL OFFICE

The address of the corporation's principal office is: 8204 N.W. 14 Street, Miami Florida, 33126. The name of the initial registered agent of the corporation is:

Jorge A. Lopez, Esquire
8204 N.W. 14 Street
Miami, Florida 33126

ARTICLE VI. CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

ARTICLE VII. SUBSCRIBERS

The name and address of each person signing these Articles of Incorporation as a subscriber is: Jorge A. Lopez, Esquire
8204 N.W. 14 Street
Miami, Florida 33126

ARTICLE VIII. DIRECTORS

The corporation is to be managed by a Board of Directors. The number of Directors constituting the initial Board of Directors is one (1) and the name and address of the initial Director is: Jorge A. Lopez
8204 N.W. 14 Street
Miami, Florida 33131

The initial Director shall hold office until his successors are elected and qualified as provided in the Bylaws. Thereafter the term of office of each Director shall be one (1) year and until the election and qualification of a successor. The number of Directors set forth herein and constituting the initial Board of Directors shall be the authorized number of directors until such number is changed by a Bylaw duly adopted by the Shareholders.

ARTICLE IX. BYLAWS

The initial Director shall submit the proposed Bylaws to the Shareholders at a meeting to be held for that purpose following the issuance of the Certificate of Incorporation . Following the adoption of Bylaws by the Shareholder , the internal affairs of the corporation are to be regulated and managed in accordance with such Bylaws.

ARTICLE X. DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the Shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the Shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

IN WITNESS HEREOF, I the undersigned incorporator of this corporation has executed these Articles of Incorporation at Miami, Dade County, Florida, on January 22, 1997.

JORGE A. LOPEZ, Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared JORGE A. LOPEZ, to me well known to be the person who executed the foregoing Certificate of Incorporation of Jorge A. Lopez, P.A., and he has acknowledged before me that he executed the same for the uses and purposes therein expressed.

SWORN TO and SUBSCRIBED before me on this 22nd day of January, 1997.

BARBARA DARIAS
NOTARY PUBLIC AT LARGE
State of Florida
My Commission Expires:

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NOTARY PUBLIC STATE OF FLORIDA
OFFICIAL NOTARY SEAL
BARBARA DARIAS
COMMISSION NUMBER
CC369774
MY COMMISSION EXP.
MAY 3,1998

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT Jorge A. Lopez, P.A.
(Name of Business Organization)

WITH ITS PLACE OF BUSINESS AT: **8204 N.W. 14 Street**
Miami, Florida 33131

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 27 AM 11:42

HAS NAMED : **Jorge A. Lopez, Esquire**

LOCATED AT: **8204 N.W. 14 Street**
Miami, Florida 33131

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Jorge A. Lopez/Director

Date: 1/22/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED ALIEN BUSINESS ORGANIZATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Jorge A. Lopez, Esq./Registered Agent

Date: 1/22/97.

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