

P97000020272 Charter Number Only

3-3-97 Marvin

Requestor's Name
Marvin J. Moss, P.A.
Address
20801 Biscayne Blvd. #506
North Miami Beach, FL 33180
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936-8844G

VALIDATION ONLY

FILED
97 MAR -5 PM 2:10
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

Barry H. Schiff & Associates, Inc.



Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reservation	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up	<input type="checkbox"/> After 4:30
		<input type="checkbox"/> Mail Out

RECEIVED
97 MAR 5 AM 10:35
DIVISION OF CORPORATIONS

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

F. 01-130612 MAR 5 1997
CERTIFIED COPY

ARTICLES OF INCORPORATION
OF
BARRY H. SCHIFF & ASSOCIATES, INC.,

I, the undersigned, for the purpose of becoming a Corporation under the Laws of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations for profit, file these Articles of Incorporation.

ARTICLE I

The name of the Corporation is Barry H. Schiff & Associates, Inc.

ARTICLE II

The general nature of the business to be transacted is as follows:

SECTION 1: To generally engage in, do and perform any enterprise, act or vocation that a natural person might do or perform.

SECTION 2: To engage in and carry on any business or businesses and every acct or deed pertaining thereto, either directly or indirectly, which is not prohibited by the Laws of the State of Florida, and to so engage in and carry on said business or businesses in Florida, or in any other State in the United States or in any foreign country. To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, either in this State or throughout the United States and elsewhere.

ARTICLE III

The foregoing clauses shall be construed both as objects and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE IV

Any unissued stock or such additional authorized issue of new stock or of other securities convertible into stock may be issued and disposed of pursuant to resolution of the Board of Directors to such persons, firms, corporations or associations and

upon such terms as may be deemed advisable by the Board of Directors in the exercise of their discretion.

ARTICLE V

The maximum number of shares of stock of this Corporation is authorized to have outstanding at any time shall be 7,000 shares of One (\$1.00) Dollar par value, unless duly changed in accordance with the laws of the State of Florida. It is the intention of this Corporation that the stock issued shall qualify as "Section 1244 stock," as such term is defined in the Internal Revenue Code and the Regulations issued thereunder.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

The street address of the initial registered office of this Corporation in the State of Florida shall be 11703 Island Road, Cooper City, Florida 33026 which is the principal place of the corporation; and the name of the initial registered agent of this Corporation at that address is Barry H. Schiff.

The Corporation may have such other places of business, both within and without the State of Florida, and in foreign countries, as may be necessary and convenient.

ARTICLE VIII

This Corporation shall exist perpetually.

ARTICLE IX

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE X


The name and street address of the subscriber to the Articles of Incorporation is as follows:

Barry H. Schiff
11703 Island Road
Cooper City, Florida 33026

ARTICLE XI


These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the

subscribing incorporator, have hereunto set my hand and seal for the purpose of forming this Corporation under the Laws of the State of Florida, this 3RD day of March, 1997.


BARRY H. SCHIFF
Incorporator

ARTICLES OF INCORPORATION

Having been named Registered Agent for the above stated corporation, at the place designated in these Articles, 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 as such.


BARRY H. SCHIFF

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