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FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIGUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: BRUMER, COHEN, KANDELL & KAUFMAN, P.A.

AUDIT NUMBER.....H97000004734

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

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 24, 1997

CORPORATE CREATIONS INTERNATIONAL

SUBJECT: BRUMER, COHEN, KANDELL & KAUFMAN, P.A.  
REF: W97000006667

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

The specific nature of business of the professional association must be stated in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Dana Calloway  
Document Specialist

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**EFFECTIVE DATE**  
3-20-97

## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
Brumer, Cohen, Kandell & Kaufman, 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:  
Brumer, Cohen, Kandell & Kaufman, P.A.  
150 West Flagler Street, Suite 2600  
Miami FL 33130

### Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
Judson L. Cohen  
150 West Flagler Street, Suite 2600  
Miami FL 33130

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### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Allen G. Cohen  
Stephen A. Kandell

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.

American Incorporators, Ltd.  
1220 North Market Street, Suite 606  
Wilmington DE 19801  
302-421-5752

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Article V. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value zero per share.

Article VI. Incorporator

The name and address of the incorporator is:

American Incorporators, Ltd.  
1220 North Market Street, Suite 606  
Wilmington DE 19801

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective March 20, 1997

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

Corporate Creations International Inc.

By: 

Luis A. Uriarte Vice President

American Incorporators, Ltd.  
1220 North Market Street, Suite 606  
Wilmington DE 19801  
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

Brumer, Cohen, Kandell & Kaufman, P.A.

**REGISTERED AGENT/OFFICE:**

Judson L. Cohen  
150 West Flagler Street, Suite 2600  
Miami FL 33130

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.

  
Judson L. Cohen

Date: March 20, 1997

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1220 North Market Street, Suite 606  
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