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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: LAW OFFICES OF ROBERT A TRILLING, P.A.

AUDIT NUMBER.....H97000005497

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

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TALLAHASSEE, FLORIDA

B. REGION APR 8 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 4, 1997

EMPIRE

MIAMI, FL

SUBJECT: LAW OFFICES OF ROBERT A. TRILLING, P.A.
REF: W97000007905

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.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

FAX Aud. #: E97000005497
Letter Number: 697A00017076

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ARTICLES OF INCORPORATION
OF
LAW OFFICES OF ROBERT A. TRILLING, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

NAME

The name of the Corporation formed hereunder will be the LAW OFFICES OF ROBERT A. TRILLING, P.A.

ARTICLE II.

PURPOSE

The purpose of the corporation created hereunder shall be to engage in the practice of law as permitted under the laws of the United States of America and the State of Florida, in compliance with chapter 621.

ARTICLE III.

DURATION

The corporation created hereunder shall continue as a separate entity, independent of its members, for all purposes, for a period that shall be perpetual or until dissolved by a vote of a majority of the shareholders. On dissolution of the Corporation created hereunder, the Corporation 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.

ARTICLE IV.

CAPITAL STOCK

The total number of shares of capital stock which the corporation hereunder shall be authorized to issue shall be FIVE HUNDRED (500) shares. Said shares of stock shall be of a single class and shall have a par value of \$1.00 per share.

PREPARED BY:
ROBERT A. TRILLING, ESQ.
11098 Biscayne Boulevard
Suite 207
Miami, FL 33161
(305) 891-0020 FL Bar No. 457957

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ARTICLE V.

INITIAL BOARD OF DIRECTORS

This corporation shall have one director(s), initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name(s) and address(es) of the initial director(s) of this corporation is (are):

ROBERT A. TRILLING
11098 BISCAYNE BOULEVARD, SUITE 207
MIAMI, FLORIDA 33161

ARTICLE VI.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: ROBERT A. TRILLING, 11098 Biscayne Blvd., Suite 207, Miami, Florida 33161.

ARTICLE VII.

BY-LAWS

By-Laws may be repealed or amended, and new By-Laws may be adopted, by either the Board of Directors or the Shareholders, but the Board of Directors may not amend or repeal any By-Law adopted by Shareholders, if the Shareholders specifically provide that such By-Laws are not subject to amendment or repeal by the Directors.

ARTICLE VIII.

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to reservation.

ARTICLE IX.

ASSETS

This corporation shall have all of the corporation powers enumerated in the Florida General Corporation Act, except that this corporation shall not have the power to sell, mortgage, or pledge all or substantially all of its property and assets without prior shareholders' approval.

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ARTICLE X.

REGISTER AGENT AND PRINCIPAL OFFICE

The Registered Agent of this corporation shall be ROBERT A. TRILLING, whose principal address is: 11098 Biscayne Blvd., Suite 207, Miami, Florida 33161. The principal office is: 11098 Biscayne Blvd., Suite 207, Miami, Florida 33161.

ARTICLE XI.

ADDITIONAL CORPORATE POWERS

In furtherance and not in limitaion of the general powers conferred by the laws of the State of Florida and the purposes and objects hereinabove stated, the corporation shall have all the following powers:

(a) To enter into, or become a partner in, any arrangement for sharing profits, union, interest, or corporation, joint venture, or otherwise, with any persons, firm, or corporation.

(b) At its option, to purchase and acquire any or all of its stock owned and held by any set shareholder who should desire to sell, transfer, or otherwise dispose of its shares in accordance with the By-Laws adopted by the shareholders of the corporation setting forth the terms and conditions of such a purchase; provided, however, that the capital of the corporation is not impaired.

(c) At its option, to purchase and acquire the shares owned and held by any shareholder who dies, in accordance with the By-Laws adopted by the shareholders of the corporation setting forth the terms and conditions of such purchase; provided, however, that the capital of the corporation is not impaired.

(d) To enter into for the benefit of its employees, one or more of the following:

- (i) A Pension Plan;
- (ii) A profit-sharing plan;
- (iii) A stock bonus plan;
- (iv) A restricted stock option plan;
- (v) A medical reimbursement plan;
- (vi) Other retirement or incentive compenstion plan.

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EMPIRE CORPORATE KIT

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IN WITNESS WHEREOF, the undersigned as subscribing incorporator, has hereunto set (his) hand seal this 3rd day of April, 1997 for the purpose of forming this corporation under the laws of the State of Florida, and hereby makes and files these Articles of Incorporation with the Secretary of State, thereby certifying that the facts herein stated are true and accurate to the best of (his) knowledge, information and belief.



ROBERT A. TRILLING, Incorporator

STATE OF FLORIDA

) 88

COUNTY OF DADE

BEFORE ME, the undersigned authority, this day personally appeared, ROBERT A. TRILLING, who after being by me duly sworn, deposes and says that (he) is the person described in and who executed the foregoing Articles of Incorporation, and duly acknowledged to me that (he) executed same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 3rd day of April, 1997.



NOTARY PUBLIC STATE OF FLORIDA



GLADYS M. LAQUERRE
My Commission C0507508
Expires Nov. 02, 1999

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, the undersigned named as Registered Agent in the Articles of Incorporation of LAW OFFICES OF ROBERT A. TRILLING, P.A., do hereby accept the designation as Registered Agent and agree to comply with all duties and with those requirements under Florida Law for serving in the position of Registered Agent of said corporation.

DATED at Miami, Dade County, Florida this 3rd day of April, 1997.



ROBERT A. TRILLING

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