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LEONCIO E. DE LA PEÑA
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April 25, 1997

Via Federal Express

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-04/28/97-01030--006
****122.50 ****12.50

Re: de la Peña & Villanueva, P.A.

Dear Sir/Madam:

Enclosed for filing please find the original and one copy of the Articles of Incorporation of the above-named corporation together with the respective certificates designating the registered agent and registered office of said corporation in Florida.

Also enclosed is a check payable to the Department of State in the amount of \$122.50 to cover the following fees:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered agent designation	<u>35.00</u>
Total	\$ <u>122.50</u>

Once filed, please return the certified copy to our office. Should you have any questions, please do not hesitate to contact our office.

Sincerely yours,

Belkys Izquierdo

Belkys Izquierdo
Paralegal

Enclosures

AL APR 29 1997

FILED
97 APR 28 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DE LA PEÑA & VILLANUEVA, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, an attorney-at-law, and a member of The Florida Bar, hereby forms a Professional Association for profit, pursuant to the provisions of the Professional Service Corporation Act and other laws of the State of Florida.

ARTICLE I

Name

The name of the Corporation shall be *DE LA PEÑA & VILLANUEVA, P.A.*

ARTICLE II

Nature of Corporate Business and Powers

The general nature of the business to be transacted by this corporation shall be:

A. To engage in every aspect and phase of the practice of rendering the same professional services to the public that an attorney-at-law and member of The Florida Bar is authorized to render; provided, however, that such professional services shall be rendered only through officers, employees and agents of this corporation who are members in good standing of The Florida Bar.

B. To invest and reinvest the funds of this corporation in real estate, mortgages, stocks, bonds of any other type of investments within the meaning of Chapter 621.08, Florida Statutes, and to acquire and own real and personal property necessary for the rendering of professional services in the practice of law.

C. To do each and every thing necessary and proper for the accomplishment or furtherance of any of the purpose or objects of this corporation enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of this corporation; and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuits necessary or incidental to the accomplishment or furtherance of such purposes or objects of this corporation.

D. To conduct and transact any business lawfully authorized and not prohibited by Chapter 621, Florida Statutes, as the same may be amended from time to time.

ARTICLE III

Authorized Capital

The Corporation is authorized to issue 10,000 shares of common stock, with a par value of \$1.00 per share.

ARTICLE IV

Address

The address of the principal office of the corporation and its mailing address is 601 Brickell Key Drive, Suite 705, Miami, Florida 33131.

ARTICLE V

Registered Office and Agent

The street address of the corporation's initial registered office is:

601 Brickell Key Drive, Suite 705
Miami, Florida 33131

The name of the initial registered agent at such office is Leoncio E. de la Peña.

ARTICLE VI

Incorporator

The name and address of the incorporator of the Corporation is Leoncio E. de la Peña, 601 Brickell Key Drive, Suite 705, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25 day of April, 1997.




Leoncio E. de la Peña

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for DE LA PEÑA & VILLANUEVA, P.A., at the place above designated: (i) I agree to act in this capacity; (ii) I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and (iii) I accept the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Authorized Signatory:



Leoncio E. de la Peña

Date of Execution:

April 25, 1997.

STATE OF FLORIDA)

)ss:

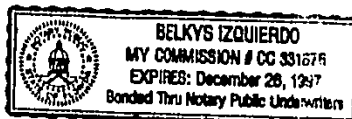
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 25 day of April, 1997, by Leoncio E. de la Peña to me personally known and who has taken an oath.



Notary Public, State of Florida

Printed Notary Name:
Commission Number:
Commission Expiration:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA