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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: SHELDON J. BURNETT, P.A.

AUDIT NUMBER.....H97000007732

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

CERT. OF STATUS..0

PAGES..... 5

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TALLAHASSEE, FLORIDA

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H97000007732

ARTICLES OF INCORPORATION  
OF

SHELDON J. BURNETT, P.A.

FILED  
97 MAY 12 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a Professional Service Corporation under Chapter 621 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: SHELDON J. BURNETT, P.A.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 367 ALHAMBRA CIRCLE, CORAL GABLES FLORIDA 33134

ARTICLE III PURPOSE

The purpose of this corporation shall be: A Law Firm.

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares having an individual par value of \$ 1.00

RAY STORMONT  
EMPIRE CORPORATE KIT COMPANY  
1492 West Flagler Street #200  
Miami, Florida 33135-2209  
(305) 541-3894

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ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

SHELDON BURNETT  
367 ALHAMBRA CIRCLE  
CORAL GABLES FL 33134

ARTICLE VI BOARD OF DIRECTOR(S)

The name and address of the initial board of directors shall be:

SHELDON J. BURNETT  
367 ALHAMBRA CIRCLE  
CORAL GABLES FL 33134

ARTICLE VII OFFICER(S)

The name, title and address of the officers of this corporation shall be:

SHELDON J. BURNETT  
367 ALHAMBRA CIRCLE  
CORAL GABLES FL 33134


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ARTICLE VIII INCORPORATOR(S)

The name and address of the incorporator(s) to these Articles of  
Incorporation shall be: EMPIRE CORPORATE KIT OF AMERICA, INC.  
1492 WEST FLAGLER STREET SUITE 200  
MIAMI FLORIDA 33135

The undersigned has(have) executed these Articles of Incorporation  
this 12 day of MAY, 1997.

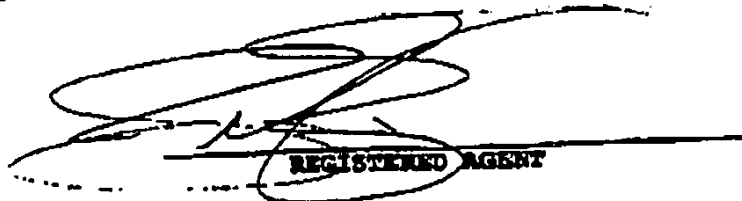
  
\_\_\_\_\_  
Incorporator  
RAY C. STORMONT/PRESIDENT  
SIGNING FOR  
EMPIRE CORPORATE KIT OF AMERICA, INC.

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
 \_\_\_\_\_  
 REGISTERED AGENT

FILED  
 97 MAY 12 PM 12:28  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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