

P97000043261

LOUIS S. ROBLES
ERVIN A. GONZALEZ**
JUAN P. BAUTA II
LORI E. SCHRIER
MICHAEL A. PFUNDSTEIN
RAYMOND W. VALORI
STEWART D. FRIED
JACK REISE
DEBORAH J. GANDER
MARK C. MAROON

Robles & Gonzalez, P.A.

ATTORNEYS AT LAW
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MIAMI, FLORIDA 33131-2026
TELEPHONE (305) 371-5944

*MEMBER FL, CO & TX BAR
**MEMBER FL, D.C., TX, CO & NY BAR
**BOARD CERTIFIED CIVIL TRIAL ATTORNEY

May 7, 1997

Ms. Carol Mustain
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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****122.50 ****122.50

RE: Robles & Gonzalez, P.A.

Dear Carol:

Per our recent discussion, I enclose for filing the following:

1. Articles of Dissolution of Robles & Gonzalez, P.A. f/k/a OTS North, Inc.
2. \$35.00 check made payable to the Secretary of State for said Dissolution.
3. Affidavit on behalf of Robles & Gonzalez, P.A. f/k/a OTS North, Inc.
4. Articles of Incorporation of the new Robles & Gonzalez, P.A.
5. \$122.50 check made payable to the Secretary of State for filing Articles of Incorporation of Robles & Gonzalez, P.A.

I have enclosed an original and one copy of the documents. Kindly stamp and return a certified copy of same to my office. Should you have any questions, please feel free to contact me.

Very truly yours,


MARK C. MAROON

MCM/kkc
Enclosures

*P96-9264-gave
affidavit releasing
the name.*

FILED
97 MAY 15 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REQUEST MAY 15 1997

AFFIDAVIT ON BEHALF OF ROBLES & GONZALEZ, P.A.

Before me, the undersigned authority, personally appeared Louis S. Robles ("Affiant"), who, after being duly sworn deposes and says that:

1. He is the sole shareholder, director, and officer of Robles & Gonzalez, P.A. f/k/a OTS North, Inc., a Florida profit corporation, and is authorized by a corporate resolution to enter into this Affidavit for the purposes stated herein.
2. Robles & Gonzalez, P.A. has filed Articles of Dissolution with the Secretary of State of Florida.
3. Robles & Gonzalez, P.A. and its sole director, shareholder, and officer, Louis S. Robles, agree to not revoke said Articles of Dissolution for Robles & Gonzalez at any time in the future.
4. Robles & Gonzalez, P.A. authorizes the use of the name Robles & Gonzalez, P.A. to be used by a new corporation formed by Louis S. Robles.

Dated May 6, 1997

Louis S. Robles
Louis S. Robles, Sole Director,
Sole Shareholder, Officer of
Robles & Gonzalez, P.A.

COUNTY OF)
) SS
STATE OF)

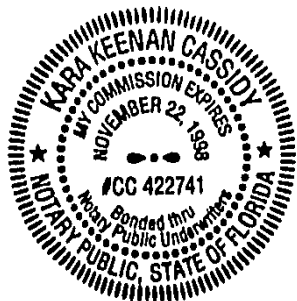
BEFORE ME, the undersigned authority, Louis S. Robles
who is personally known to me or has
produced _____ as
identification

SUBSCRIBED and SWORN TO this 6th day of May 1997.

Kara Keenan Cassidy
NOTARY PUBLIC

My Commission Expires:

(Notary Print or Type Name)



FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF ROBLES & GONZALEZ, P.A.**

The undersigned subscriber to these Articles of Incorporation, a natural person, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 621 of the Florida Statutes, also known as The Professional Service Corporation Act, and other laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation is:

ROBLES & GONZALEZ, P.A.

ARTICLE II
NATURE OF BUSINESS

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

To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney at law duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice law therein.

To invest the funds of this corporation in real estate, mortgages, stocks, bonds, or any other type of investment and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of this corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III
AUTHORIZED SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of .10 per share. None of the shares of this corporation may be issued to anyone other than an individual duly licensed to practice law in the State of Florida.

ARTICLE IV
TERM OF EXISTENCE

This corporation is to exist perpetually unless sooner dissolved according to law.

ARTICLE V
ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 100 South Biscayne Boulevard, Suite 900, Miami, Florida 33131. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI
DIRECTORS

This corporation shall have one (1) Director, initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders, but shall never be less than one. If required by the ethics of the legal profession, Directors shall be required to possess the same professional qualifications as shareholders are required to possess. The name and address of the initial Director is:

<u>Name</u>	<u>Address</u>
Louis S. Robles	100 S. Biscayne Blvd., Suite 900 Miami, Fl 33131

ARTICLE VII
REGISTERED AGENT

The name and post office address of the resident agent of the Corporation is

<u>Name</u>	<u>Address</u>
Louis S. Robles	100 S. Biscayne Blvd., Suite 900 Miami, Fl 33131

ARTICLE VIII

The name and address of the subscriber of these Articles is:

<u>Name</u>	<u>Address</u>
Louis S. Robles	100 S. Biscayne Blvd., Suite 900 Miami, Fl 33131

IN WITNESS WHEREOF, the undersigned, being the sole Shareholder and Director of this corporation, has hereunder subscribed his hand and seal this 1 day of May, 1997

[Signature]
Louis S. Robles
Sole Shareholder and Director

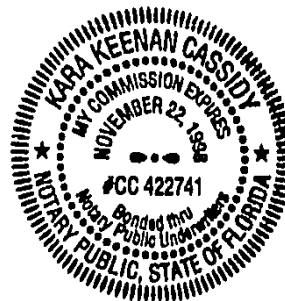
COUNTY OF Dade
STATE OF Florida ^{SS}

BEFORE ME, the undersigned authority, Louis S. Robles
who is personally known to me or has
produced _____ as
identification

19 97 SUBSCRIBED and SWORN TO this 1 day of May

Kara Keenan Cassidy
NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE OF APPOINTMENT

THE UNDERSIGNED, named as the registered agent in Article VII of the Articles of Incorporation of Robles & Gonzalez, P.A. hereby accepts the appointment as such registered agent of the corporation and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

Louis S. Robles
Louis S. Robles

5/7/97
Date

COUNTY OF Dade
STATE OF Florida) SS

BEFORE ME, the undersigned authority, Louis S. Robles
who is personally known to me or has
produced _____ as
identification _____

19 97 SUBSCRIBED and SWORN TO this 1 day of May

Kara Keenan Cassidy
NOTARY PUBLIC

My Commission Expires:



FILED
97 MAY 15 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA