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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY

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NAME: CHAEL, COOPER & ASSOCIATES, P.A.

AUDIT NUMBER.....H97000008896

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

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHAEI, COOPER & ASSOCIATES, P.A.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a professional association pursuant to Chapter 621 of the Florida Statutes.

ARTICLE I - NAME

EFFECTIVE DATE

6-1-97

The name of the corporation shall be Chael, Cooper & Associates, P.A.

ARTICLE II - MAILING ADDRESS

The address of the corporation is 5879 Sunset Drive, Suite 1, South Miami FL 33143.

ARTICLE III - COMMENCEMENT & DURATION

The corporation shall commence its existence on June 1, 1997 and shall exist perpetually unless sooner dissolved according to law.

ARTICLE IV - PURPOSE

The corporation will engage in providing Architectural and related services.

ARTICLE V - STATED CAPITAL

The corporation is authorized to issue the following capital stock:

<u>No. Shares</u>	<u>Classification</u>	<u>Par Value</u>
500	Common	\$1.00

Prepared by:
Ann Fisher, P.A.
1514 Zuleta Ave.
Coral Gables FL 33146
305-665-5944
Fla Bar No: 0328227

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Every shareholder, upon the sale of any new stock of the corporation of the same kind, class or series as he or she already holds, shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered by others.

ARTICLE VI - ADDRESS AND REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent is Marice' Chael, 5879 Sunset Drive, Suite 1, South Miami FL 33143.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of the corporation is Marice' Chael, 5879 Sunset Drive, Suite 1, South Miami FL 33143.

ARTICLE VIII - BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be increased from time to time thereafter in accordance with the bylaws of the corporation but shall never be less than one. The name and street address of the initial director of this corporation is Marice' Chael, 879 Sunset Drive, South Miami FL 33143.

ARTICLE IX - SHAREHOLDER PROPERTY

Private property of the shareholders shall not be subject to the payment of the corporation's debts. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of the shareholders to the corporation.

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ARTICLE X - AMENDMENTS TO ARTICLES

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders' meeting, with not less than a two-thirds vote of the common stock.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 30 day of May, 1997.

[Signature]
Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

[Signature]
Registered Agent

Date: May 30, 97

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