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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: RICARDO BAJANDAS, P.A. ACCT#: 073324000622
CONTACT: RICK BAJANDAS
PHONE: (305)372-3300 FAX #: (305)377-1771

NAME: RICARDO BAJANDAS P.A.
AUDIT NUMBER.....H97000009264
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RP
6-6-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

June 5, 1997

RICARDO BAJANDAS PA

RESENT ON
6-5-97.

SUBJECT: RICARDO BAJANDAS, P.A.
REF: W97000013236

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.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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FAX AUDIT NUMBER H97000009264

ARTICLES OF INCORPORATION

OF

RICARDO BAJANDAS, P.A.

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 is:

RICARDO BAJANDAS, 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 meanings of Chapter

PREPARER: Ricardo Bajandas, Esq.
601 Brickell Key Drive, Suite 705
Miami, Florida 33131
Ph: (305) 377-0909
Fl. Bar Number: 0987750

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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 purposes 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 Ricardo Bajandas, Esq.

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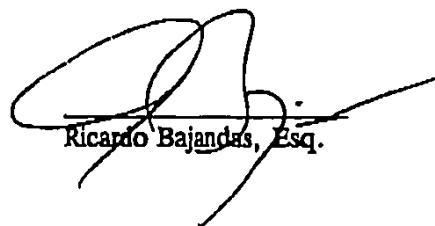
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ARTICLE VI

Incorporator

The name and address of the incorporator of the corporation is Ricardo Bajandas, 601 Brickell Key Drive, Suite 705, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of June, 1997.


Ricardo Bajandas, Esq.

FAX AUDIT NUMBER H97000009264

FILED
CLERK OF DISTRICT COURT
JUN 5 1997

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for **RICARDO BAJANDAS, P.A.**, at the place designated in the change of registered agent form: (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.

Dated as of the 5 day of June, 1997.


Ricardo Bajandas, Esq.

The foregoing instrument was acknowledged before me on this 5 day of June, 1997 by Ricardo Bajandas to me known, having produced a Driver's License, as identification and who have taken the oath.


Notary Public, State of Florida

BELKYS IZQUIERDO
(Print Name)
My Commission Expires: _____

Dated as of the 5 day of June, 1997.



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