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NAME: GONZALEZ-BOYER AND EXPOSITO, P.A.

AUDIT NUMBER.....H97000012516

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

CERT. OF STATUS..0

PAGES..... 6

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ARTICLES OF INCORPORATION
OF
"GONZALEZ-BOYER AND EXPOSITO, PA."

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97 JUL 31 AM 8:19

WE, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate ourselves together to form a Corporation for Profit under the provisions of Section 607 of the Florida Statutes, with all powers, rights, privileges, and immunities; and to that end we do, by these Articles, set forth:

ARTICLE I - NAME

The name of this Corporation is "GONZALEZ-BOYER and EXPOSITO, P.A." (hereinafter referred to as the "Corporation") and its mailing address is 10621 N. Kendall Drive Suite 208, Miami, Fl, 33176.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation will engage in the practice of law.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One thousand (1,000) shares of one Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

Prepared by:
EDUARDO EXPOSITO, ESQ.
FBN: 0002054
10621 N. Kendall Drive, Ste 208
Miami, Florida 33176
(305) 595-5553

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
1. Gladys Gonzalez Boyer, Esq.	10621 N. Kendall Drive, # 208, Miami, Florida 33176
2. Eduardo A. Exposito, Esq.	10621 N. Kendall Drive #208, Miami, Florida 33176

- (a) Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws of this Corporation.
- (b) The business affairs of this Corporation shall be managed by the Board of Directors, and
- (c) The Board of Directors shall be shareholders in the Corporation.

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended, or repealed by either the shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

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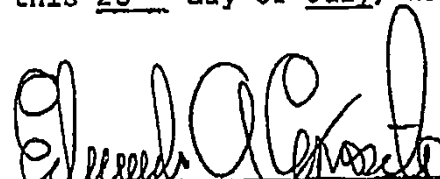
ARTICLE IX - INCORPORATORS

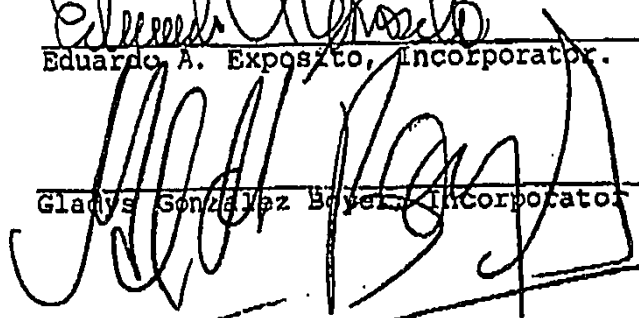
The name of the person signing these Articles is Eduardo A. Exposito and Gladys Gonzalez Boyer whose address is 10621 N. Kendall Drive, suite 208, Miami, Florida 33176.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28th day of July, 1997.


Eduardo A. Exposito, Incorporator.


Gladys Gonzalez Boyer, Incorporator

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Re: "GONZALEZ BOYER AND EXPOSITO"

ACKNOWLEDGMENT

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, a Notary Public in and for the State of Florida, duly qualified and commissioned by the Governor and Secretary of State of Florida, personally appeared: Eduardo A. Exposito and Gladys Gonzalez Boyer, to be known to be the persons described herein as incorporators and who executed the foregoing ARTICLES OF INCORPORATION, and are acknowledged before me that he executed and subscribed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand and attached my official seal of office this 28th day of July, 1997, in the City of Miami, County of DADE, in the State of Florida.

Yolanda Fernandez

Notary Public,
State of Florida.

My commission expires: 9/26/99

Personally Known



YOLANDA FERNANDEZ
My Commission OC450000
Expires Sep. 26, 1999
Bonded by ANB
800-852-6870

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"GONZALEZ BOYER AND EXPOSITO "

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED OFFICE, AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED.

EDUARDO A. EXPOSITO

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 31 AM 10

IN COMPLIANCE WITH FLORIDA STATUTES §607.034, THE FOLLOWING IS SUBMITTED:

FIRST-That "GONZALEZ-BOYER AND EXPOSITO ", desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named Eduardo A. Exposito, whose address is 10621 N. Kendall Drive, Ste 208, Miami, Florida 33176 County of Dade, State of Florida, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 28th DAY OF July, 1997.

By: 
Eduardo A. Exposito, Esq.
Registered Agent for Corporation.

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