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1/09/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: DAVID R. RYAN, P.A.

AUDIT NUMBER.....H98000000572

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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TALLAHASSEE FLORIDA

B. McKnight JAN 12 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 12, 1998

FAS-T CORP AGENTS INC

SUBJECT: DAVID P. RYAN P.A.
REF: W98000000635

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.

The name of the entity must be identical throughout the document.

The document must state the number of shares of authorized stock.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H98000000572
Letter Number: 398A00001554

ARTICLES OF INCORPORATION

**THE UNDERSIGNED INCORPORATORS , FOR THE PURPOSE OF FORMING
A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT,
HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.**

ARTICLE 1 NAME

**DAVID P. RYAN P.A.
2655 LE JEUNE RD. SUITE 804
CORAL GABLES, FL 33134**

ARTICLE 2 NATURE OF BUSINESS

**THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL
LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF
THE UNITED STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE,
COUNTRY, TERRITORY OR NATION. THIS CORPORATION ENGAGE IN
THE LEGAL REPRESENTATION OF CLIENTS IN BOTH A CIVIL AND
CRIMINAL NATURE. DAVID P. RYAN ATTORNEY AT LAW, FLORIDA BAR
NUMBER: 0102555.**

ARTICLE 3 CAPITOL STOCK

**THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS VALUE THAT
THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY
ONE TIME. 100 Shares \$ 1.00 par value**

ARTICLE 4 TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE 5 OFFICERS AND DIRECTORS

**THE NAMES AND STREET ADDRESSES OF THE INITIAL OFFICERS AND
DIRECTORS IF ANY, WHO SHALL HOLD OFFICE THE FIRST YEAR OF
THE CORPORATION'S EXISTENCE ARE:**

**DAVID P. RYAN ESQ., PRESIDENT
2855 TIGERTAIL AVE. # 306
MIAMI, FL 33133**

ARTICLE 6 INCORPORATOR

**DAVID P. RYAN ESQ., PRESIDENT
2855 TIGERTAIL AVE. # 306
MIAMI, FL 33133**

**This document has been prepared by David P. Ryan, Attorney at Law Fla. Bar # 0102555
2855 TIGERTAIL AVE. #306
MIAMI, FL 33133 (305)442-9535**

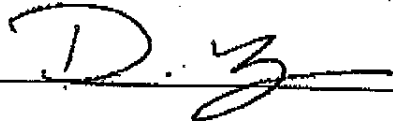
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**IN WITNESS THEREOF, THE UNDERSIGNED INCORPORATOR HAVE
EXECUTED THESE ARTICLES OF INCORPORATION THIS 8TH DAY OF
JANUARY, 1998.**

SIGNATURES OF INCORPORATOR



H98000000572

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

DAVID P. RYAN P.A.

2. The name and address of the registered agent and office is:

William K. Terry ESQ, 2655 LeJeune Rd. Suite 804
(P.O. BOX NOT ACCEPTABLE)

Coral Gables, FL 33134

(CITY/STATE/ZIP)

SIGNATURE

TITLE

DATE

[Signature]

President

1/8/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

[Signature]

1-8-98

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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