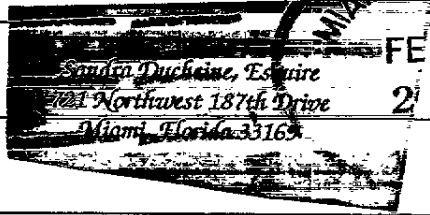


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City/State/Zip

Phone #

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

FILED
 98 MAR 16 AM 8:55
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W98-4090

Examiner's Initials EM-3/17/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 24, 1998

SANDRA DUCHEINE, ESQ.
721 NW 187TH DR
MIAMI, FL 33169

SUBJECT: SANDRA DUCHEINE, P.A.
Ref. Number: W98000004090

We have received your document for SANDRA DUCHEINE, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

- ① A corporation may not serve as its own registered agent. Please designate an individual or another active entity filed or registered with this office, having a Florida street address.
- ② A corporation may not act as its own incorporator. Please designate an individual, another active domestic or foreign corporation, with a street address.

PLEASE REMOVE THE "P.A." FROM ARTICLES 4, 5, AND 10.,

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Tracy Augsburger
Document Specialist

Letter Number: 998A00010387

**ARTICLES OF INCORPORATION
OF
SANDRA DUCHEINE, PA.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

FILED
98 MAR 16 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the Corporation shall be **SANDRA DUCHEINE, P.A.**

ARTICLE II. NATURE OF BUSINESS

This Corporation shall engage in the practice of **LAW** permitted under the laws of the United States and of the State of Florida.

ARTICLE III. PRINCIPAL OFFICE

The address of the principal office of this corporation is **2020 NE 163rd Street, Suite 300, North Miami Beach, Florida 33162.** The mailing address is the same.

ARTICLE IV. INCORPORATORS

The name and address of the incorporators of this corporation are:

**SANDRA DUCHEINE, ESQ.
2020 NE 163RD STREET, SUITE 300
NORTH MIAMI BEACH, FL 33162**

ARTICLE V. PRESIDENT

The initial President of the corporation shall be SANDRA DUCHEINE whose address shall be the same as the principal office of the corporation.

ARTICLE VI. CORPORATE CAPITALIZATION

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock, each having a par value of ONE DOLLAR (\$1.00).

ARTICLE VII. POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE VIII. TERMS OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE IX. TITLE

The Corporation, to the extent permitted by the law, shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and shall not be bound to recognize any

equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE X. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 2020 NE 163rd Street, Suite 300, North Miami Beach, Florida 33162. The name of the initial registered agent of the Corporation SANDRA DUCHEINE, ESQ. located at 2020 NE 163rd Street, Suite 300, North Miami Beach, Florida 33162.

ARTICLE XI. BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE XII. EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XIII. AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all the rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.


ARTICLE XIV. SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the right of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the corporation.

ARTICLE XV. PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

IN WITNESS WHEREOF, I have hereunto set my hand and seal,
acknowledged and filed the foregoing Articles of Incorporation
under the laws of the State of florida this 11th day of March
1998.

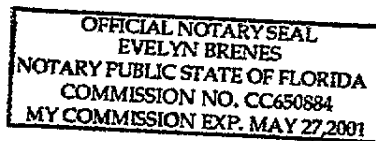

SANDRA DUCHEINE, ESQ.
Incorporator

STATE OF FLORIDA)

COUNTY OF DADE)


The foregoing Articles of Incorporation of SANDRA DUCHEINE,
P.A. was acknowledged before me this 11th day of March,
1998 by Sandra Duchaine, Esq. who is personally known to me.


NOTARY PUBLIC
My Commission Expires:



ACKNOWLEDGMENT OF REGISTERED AGENT

SANDRA DUCHEINE having a business office identical with the registered office of the corporation name above, and having been designated a the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

BY: 
SANDRA DUCHEINE, ESQ.

Date: March 11th, 1998

FILED
98 MAR 16 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA