



ACCOUNT NO. : 072100000032

REFERENCE : 832943 4332563

AUTHORIZATION :

Patricia Pajito

COST LIMIT : \$ 122.50

ORDER DATE : May 27, 1998

ORDER TIME : 11:44 AM

ORDER NO. : 832943-005

CUSTOMER NO: 4332563

~~300002536953-6~~

CUSTOMER: Mr. Raymond L. Robin
MACAULAY ZORRILLA & ROBIN,
P.A.
1402 Miami Center
201 South Biscayne Boulevard
Miami, FL 33131

DOMESTIC FILING

NAME: RAYMOND L. ROBIN, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 27 PM 12:43

RECEIVED
98 MAY 27 PM 12:05
DIVISION OF CORPORATIONS

98

EFFECTIVE DATE

5/26/98

ARTICLES OF INCORPORATION

OF

RAYMOND L. ROBIN, P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 27 PM 12:43

The undersigned, for the purposes of forming a professional corporation under the provisions of Chapters 607 and 621 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name and initial address of this corporation shall be: Raymond L. Robin, P.A., 1121 South 21st Avenue, Hollywood, Florida 33020.

ARTICLE II

DURATION

The effective date of this corporation shall be May 26, 1998 and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III

PURPOSE

The general purpose for which the corporation is organized is to engage in every aspect of the practice of law. The professional services involved in the corporation's practice of law may be rendered only through its officers, agents and employees who are duly authorized and licensed to practice law in the State of Florida.

The corporation shall not engage in any business other than the practice of law. However, the corporation may invest its funds in real estate, mortgages, stocks, bonds and other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE IV

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 10,000. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be at 1121 South 21st Avenue, Hollywood, Florida 33020, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered

agent at that address shall be Raymond L. Robin.

ARTICLE VI
INITIAL DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the bylaws, but shall not be less than one (1). The name and address of the person who is to serve as member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
Raymond L. Robin	1121 South 21st Avenue Hollywood, Florida 33020

ARTICLE VIII
ELIGIBLE SHAREHOLDERS

A. The Stock of this corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized and licensed to practice law in the State of Florida. In the event that a shareholder:

- (i) becomes disqualified to practice law in this State; or
- (ii) sells, transfers, hypothecates or pledges, or attempts to sell, transfer, hypothecate or pledge, any shares of stock in this corporation to any person ineligible by law or by virtue of these Articles to be a shareholder in this corporation, or if such a sale, transfer hypothecation or pledge, or attempt to sell, transfer, hypothecate or pledge, is made in a manner prohibited by law, or in a manner inconsistent with the provisions of these Articles or the bylaws of this corporation; or
- (iii) suffers an execution to be levied upon his stock, or such stock is subjected to sale or other process, the effect of which is to vest any legal or equitable interest in such stock in some person ineligible by law or by virtue of these Articles to be a shareholder in this corporation,

then the stock of such shareholder shall immediately stand forfeited and such stock shall be immediately cancelled by this corporation and the shareholder or other person in possession of such stock shall be entitled only to receive payments for the value of such stock which, in the absence of a bylaw provision or written

agreement between the corporation and its shareholders, or written agreement among its shareholders, shall be the book value thereof as of the last day of the month preceding the month in which any of the events above enumerated occurs. The shareholder whose stock so becomes forfeited and cancelled by the corporation shall forthwith cease to be a shareholder and shall accept payment for his stock in accordance with the foregoing, and after payment of any other sums then lawfully due and owing to said shareholder by the corporation, such shareholder shall then and thereafter have no further financial interest of any kind in the corporation.

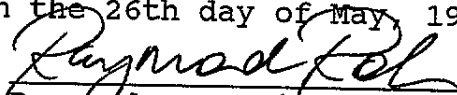
B. No shareholder of this corporation may sell or transfer any of his shares of stock in this corporation except to another individual who is then duly authorized and licensed to practice law in the State of Florida. No shareholder of this corporation may enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of this stock.

C. The corporation's board of directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith, restraining the alienation of shares of stock of this corporation and providing for the purchases of redemption of the corporation of its shares of stock.

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 26th day of May, 1998.

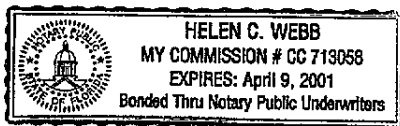



Raymond L. Robin,
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Raymond L. Robin, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 26th day of May, 1998.





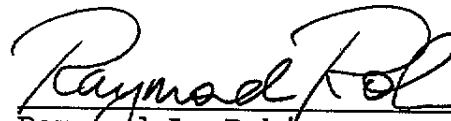
NOTARY PUBLIC

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

In compliance with the laws of Florida, the following is
submitted:

First, that Raymond L. Robin, P.A., desiring to organize under
the laws of the State of Florida, has named Raymond L. Robin, 1121
South 21st Avenue, Hollywood, Florida, 33020, County of Broward,
State of Florida, as its statutory registered agent.

Having been named the statutory agent of the above corporation
at the place designated in this certificate I hereby accept the
same and agree to act in this capacity, and agree to comply with
the provisions of Florida law relative to keeping the registered
office open.


Raymond L. Robin,
Registered Agent

DATED: This 26th day of
May, 1998.

FILED
SECRETARY OF STATE
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