

6/04/98

P98000050107

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((H98000010446 6))

TO: DIVISION OF CORPORATIONS

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FROM: ENGLISH, MCCAUGHAN & O'BRYAN, P.A.
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NAME: MATTHEW D. WEISSING, P.A.

AUDIT NUMBER.....H98000010446

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

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FAX AUDIT #H98000010446

**ARTICLES OF INCORPORATION
OF
MATTHEW D. WEISSING, P.A.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida professional service corporation ("Corporation") under the Professional Service Corporation and Limited Liability Company Act, Chapter 621 of the Florida Statutes, and other laws of the State of Florida, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME AND ADDRESS

The name of the Corporation is MATTHEW D. WEISSING, P.A., and the street address of the initial principal office of the Corporation is 200 Southeast 9th Street, Fort Lauderdale, Florida 33316.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of engaging in the business of rendering professional legal services in the State of Florida by and through the Corporation's officers, employees and agents, as those terms are used in Section 621.06 (or successor legislation), Florida Statutes, who are duly licensed or otherwise legally authorized to practice law in the State of Florida, and transacting any and all other lawful business that the Corporation may engage in under Chapter 621, Florida Statutes, as may be amended from time to time, including investing the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, or owning real or personal property necessary for the rendering of said professional legal services.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of Common Stock having a par value of \$0.01 per share.

Prepared by: Laura Holm, Esq.
English, McCaughan & O'Bryan, P.A.
100 N. E. 3 Avenue, Suite 1100
Fort Lauderdale, FL 33301
(954) 462-3300
FL Bar:#0993646

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ARTICLE IV

LIMITATION ON OWNERSHIP OF STOCK

No stock of this Corporation shall be issued to anyone other than an individual who is authorized to render legal services within the State of Florida.

ARTICLE V

DISQUALIFICATION OF SHAREHOLDER OR EMPLOYEE

If any shareholder, officer, employee or agent of this Corporation, who has been rendering professional legal services to the public, becomes legally disqualified to practice law in the State of Florida, or accepts employment that, pursuant to existing law, places restrictions or limitations upon his or her continuing rendering of such professional legal services, he or she shall sever all employment with, and financial interest in, this Corporation forthwith.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one director to hold office until the first annual meeting of shareholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Matthew D. Weissing	200 Southeast 9th Street Fort Lauderdale, Florida 33316

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator is:

<u>Name</u>	<u>Address</u>
Matthew D. Weissing	200 Southeast 9th Street Fort Lauderdale, Florida 33316

ARTICLE VIII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301, and the name of the initial Registered Agent of the Corporation at that address is EMO Corporate Services, Inc.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4 day of June 1998.


MATTHEW D. WEISSING, Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for MATTHEW D. WEISSING, P.A., at the place designated in the foregoing Articles of Incorporation, we hereby accept the appointment as Registered Agent and agree to act in such capacity. We further agree to comply with the provisions of the Florida Professional Service Corporation and Limited Liability Company Act and the Florida Business Corporation Act relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

EMO Corporate Services, Inc., Initial
Registered Agent

Dated: June 4th, 1998

By: Debra H. Chrystie
DEBRA H. CHRYSTIE, Assistant
Secretary

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TALLAHASSEE, FLORIDA

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