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P98000076366

August 25, 1998

Division of Corporation  
New Filings Section  
409 East Gaines Street  
Tallahassee, Florida 32399

200002628612--8  
-08/31/98--01067--004  
\*\*\*\*\*131.25 \*\*\*\*\*131.25

Re: BOOK MAN AND FINE, P.A.

To Whom It May Concern:

Enclosed please find the executed articles of incorporation for Book man and Fine, P.A. and filing fee check in the amount of \$131.25. Please process this filing and return the certificate as soon as possible. Also, please fax a copy of the certificate when issued so that my client may expedite his banking requirements.

Should you have any questions please contact me at your convenience.

Sincerely,

  
David S. Rosenthal, P.A.

**FILED**  
98 AUG 31 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9/19/98

**ARTICLES OF INCORPORATION**

**OF**

**BOOKMAN AND FINE, P.A.**

**FILED**  
98 AUG 31 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby applies to form a corporation under the laws of the State of Florida.

FIRST: The name of the corporation is BOOKMAN AND FINE, P.A.

SECOND: The nature and business of the corporation is to render Professional Accounting services and to do all things in connection therewith that are customarily done by a licensed Certified Public Accountant under the laws of the United States of America and of the State of Florida.

THIRD: The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 50,000.00 shares, having a ONE CENTS (\$0.01) par value each.

All of the aforementioned stock is to be issued as fully paid for and is exempt from assessment.

The capital stock may be paid for in property, labor, or services at a just valuation, to be fixed by the incorporator, or by the board of directors at a meeting called for such purpose, or at the organization meeting.

Property, labor, or services may also be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of the capital stock, and said purchase shall be on such basis and for such consideration and the issuance of so much of the capital stock as the directors of the company may decide.

FOURTH: The amount of capital with which the corporation may begin business will not be less than ONE HUNDRED DOLLARS (\$100.00).

Prepared By: David S. Rosenthal, Esquire  
9495 SW 72 Street, Suite B-230  
Miami, Florida 33173  
FBN: 981419

FIFTH: The corporation is to have perpetual existence.

SIXTH: The address of the corporation's initial registered office and the name of the initial registered agent at such address is as follows:

Registered Agent:

David Fine  
9495 SW 72 Street  
Suite B-230  
Miami, Florida 33173

Corporate Mailing Address:

BOOKMAN AND FINE, P.A.  
9495 SW 72 Street  
Suite B-230  
Miami, Florida 33173

SEVENTH: The number of directors constituting the initial board of directors is two (2).

EIGHTH: The name and post office address of the President and Secretary/Treasurer, and the name of the first board of directors, who, subject to the provisions of these Articles of Incorporation and of the corporation's by-laws, shall hold office for the first year of the corporation's existence, or until his/her successor(s) is/are elected and shall have qualified, are the following:

President/Director

DAVID FINE  
9495 SW 72 Street, Suite B-230  
Miami, Florida 33173

Secretary/Treasurer

DAVID FINE  
9495 SW 72 Street, Suite B-230  
Miami, Florida 33173

NINTH: The name and post office address of the incorporator is:

DAVID FINE  
9495 SW 72 Street, Suite B-230  
Miami, Florida 33173

  
DAVID FINE  
REGISTERED AGENT