



THE UNITED STATES  
CORPORATION  
COMPANY

P98000095739

ACCOUNT NO. : 072100000032

REFERENCE : 058086 7104837

AUTHORIZATION :

COST LIMIT : \$ 35.00

*Patricia Pizutto*

ORDER DATE : December 9, 1998

ORDER TIME : 11:35 AM

ORDER NO. : 058086-005

CUSTOMER NO: 7104837

CUSTOMER: Ms. Rona Asman  
Turnberry Associates  
4th Floor  
19501 Biscayne Boulevard  
Aventura, FL 33180

W98000027622

600002707396--8

*Amended &  
Restated*

DOMESTIC AMENDMENT FILING

NAME: M. KEIL HACKLEY, P.A.

EFFECTIVE DATE:

XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:  
XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

*\*02250, 00563, 00580, 00547  
\*02250, 00536, 00672, 00672*

FILED  
98 DEC -9 AM 9:39  
RECEIVED  
98 DEC -9 PM 12:12  
STATE DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 14, 1998

CSC  
1201 Hays Street  
Tallahassee, FL 32301

SUBJECT: M. KIEL HACKLEY, P.A.  
Ref. Number: P98000095739

**RESUBMIT**

Please give original  
submission date as file date.

*Please date*  
*12-9-98*

We have received your document for M. KIEL HACKLEY, P.A. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The date of adoption of each amendment must be included in the document.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey  
Corporate Specialist

Letter Number: 498A00058850



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 10, 1998

**RESUBMIT**

Please give original  
submission date as file date.

CSC  
1201 Hays Street  
Tallahassee, FL 32301

SUBJECT: M. KEIL HACKLEY, P.A.  
Ref. Number: W98000027622

We have received your document for M. KEIL HACKLEY, P.A. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

Our records show no entity by this name.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey  
Corporate Specialist

Letter Number: 998A00058340

DIVISION OF CORPORATIONS

98 DEC 11 PM 3:30

RECEIVED

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

**OF**

**M. KIEL HACKLEY, P.A.**

**ARTICLE I  
NAME**

The name of this corporation shall be:

**M. KIEL HACKLEY, P.A.**

**ARTICLE II  
DURATION**

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation.

**ARTICLE III  
PURPOSE**

This corporation is organized for the sole and specific purpose of rendering professional legal services; nevertheless, it shall be authorized to transact any or all lawful business as provided by Florida Statutes, Chapter 621, Professional Service Corporation and Limited Liability Company Act, as it exists on the date here or as it may hereafter be amended.

**ARTICLE IV  
CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

**ARTICLE V  
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

**ARTICLE VI  
PRINCIPAL OFFICE OF BUSINESS**

The principal place of business and mailing address of this corporation shall be: 2875 N.E. 191st Street, Penthouse 1B, Aventura, FL 33180.

98 DEC -9 AM 9:39  
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TALLAHASSEE, FLORIDA

**ARTICLE VII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

**REGISTERED AGENT**

**STREET ADDRESS OF  
REGISTERED OFFICE**

M. KIEL HACKLEY

2875 N.E. 191st Street  
Penthouse 1B  
Aventura, FL 33180

**ARTICLE VIII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one.

The name and address of the Director is: M. Kiel Hackley, 2875 N.E. 191st Street, Penthouse 1B, Aventura, FL 33180.

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the person signing these Articles as Incorporator is: M. Kiel Hackley, 2875 N.E. 191st Street, Penthouse 1B, Aventura, FL 33180.

**ARTICLE X**  
**BY-LAWS**


The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE XI**  
**AMENDMENTS**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Shareholders is subject to this reservation. The date of adoption was December 10, 1998.

The amendment(s) was approved by the shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 20<sup>th</sup> day of November, 1998.

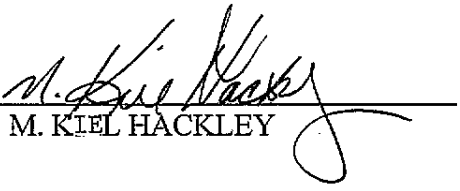
  
M. Kiel Hackley, Sole Incorporator  
Sole Director

**ACCEPTANCE OF REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION  
NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT  
AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY  
OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 20<sup>th</sup> DAY OF NOVEMBER, 1998.

BY: \_\_\_\_\_

  
M. KIEL HACKLEY