

P98000095746



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 030487 7104837

AUTHORIZATION : Patricia P.

COST LIMIT : \$ 70.00

ORDER DATE : November 12, 1998

ORDER TIME : 4:24 PM

ORDER NO. : 030487-015

CUSTOMER NO: 7104837

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

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RECEIVED

NOV 13 AM 8:45

DIVISION OF CORPORATION

DOMESTIC FILING

NAME: ROGER A. BERNSTEIN, P.A.

EFFECTIVE DATE:

XX

DIVISION OF CORPORATION

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: Angie Glisar

EXAMINER'S INITIALS:

11/13/98

98 NOV 13 AM 10:11

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

ROGER A. BERNSTEIN, P.A.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 13 AM 10:11

ARTICLE I
NAME

The name of this corporation shall be:

ROGER A. BERNSTEIN, 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.

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

Roger A. Bernstein

**STREET ADDRESS OF
REGISTERED OFFICE**

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: Roger A. Bernstein, 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: Roger A. Bernstein, 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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 10th day of November, 1998.


Roger A. Bernstein, Sole Incorporator

ACCEPTANCE OF REGISTERED AGENT

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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 ____ DAY OF NOVEMBER, 1998.

BY: Roger A. Bernstein
ROGER A. BERNSTEIN