

LAW OFFICES
CARUANA, LANGAN, LORENZEN AND MENDELSON
PROFESSIONAL ASSOCIATION

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*+ BOARD CERTIFIED IN MARITAL AND FAMILY LAW
*+ ALSO ADMITTED TO THE BAR IN FLORIDA
** ALSO ADMITTED TO THE NEW YORK BAR
++ ALSO LICENSED PSYCHOLOGIST, NEW YORK

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November 12, 1998

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Division of Corporations
New Filing Department
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for the Law Offices of Elena B. Langan, P.A. and the Designation of and Acceptance by Registered Agent, which is attached to the Articles.

Also enclosed please find a check in the amount of \$70.00 representing the filing fees for the Articles and the Registered Agent Designation.

Kindly forward the Certificate of Incorporation to Elena B. Langan, 10454 Brasilia Street, Cooper City, Florida 33026 in the enclosed self-addressed stamped envelope.

If you require any additional information, please do not hesitate to contact me at (305) 371-7972.

Thank you for your cooperation in this matter.

Very truly yours,

ELENA B. LANGAN

EBL/scr
Enclosures

FILED
98 NOV 16 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LAW OFFICES of ELENA B. LANGAN, P.A.**

FILED
98 NOV 16 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name and initial address of this corporation shall be:

LAW OFFICES of ELENA B. LANGAN, P.A.
2650 Biscayne Blvd.
Miami, Florida 33137

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida including the practice of law.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares Authorized	Per Share Par Value	Class of Stock
100	\$1.00	Common

All of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at just valuation to be fixed by the Board of Directors of this corporation.

Upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, every stockholder of this corporation shall be the preemptive right to purchase his pro rata share thereof at the price at which it is offered to others, whether or not in excess of par. Fractional shares need not be issued on account of this provision.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be at 2650 Biscayne Blvd., Miami, Florida, 33137, 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 **ELENA B. LANGAN**.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

The names and addresses of the first Directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

President: **ELENA B. LANGAN**
2650 Biscayne Blvd.
Miami, Florida 33137

Secretary/Treasurer: **ELENA B. LANGAN**
2650 Biscayne Blvd.
Miami, Florida 33137

ARTICLE VII

The name and address of the incorporator is:

ELENA B. LANGAN
2650 Biscayne Blvd.
Miami, Florida 33137

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors of a majority thereof, and any director of this

corporation who is also a director or an officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and affect as if her were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 12 day of November, 1998.


ELENA B. LANGAN

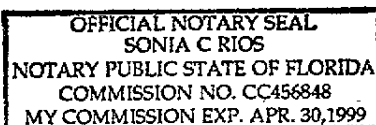
STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared ELENA B. LANGAN, who is personally known to me or who has produced as identification, 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 on this 12 day of November, 1998.

My Commission Expires:


NOTARY PUBLIC, State of Florida



**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:

LAW OFFICES of ELENA B. LANGAN, P.A. desiring to organize
under the laws of the State of Florida, has named **ELENA B. LANGAN**,
2650 Biscayne Blvd., City of Miami, County of Miami-Dade, State of
Florida, 33137, 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.


ELENA B. LANGAN

Dated: November 12, 1998

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98 NOV 16 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA