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STEEL HECTOR & DAVIS LLP

Requestor's Name

215 SOUTH MONROE STREET/SUITE 601

Address

TALLAHASSEE

222-2300

City/State/Zip

Phone #

CONTACT: ELIZABETH

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. DAVID W. ZIMMERMAN, P.A.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NEW FILINGS	
XX	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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-12/31/98--01026--011
*****78.75 *****78.75

EFFECTIVE DATE
Jan 4, 1999

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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Examiner's Initials

Dmc 1/4/99

ARTICLES OF INCORPORATION
OF

DAVID W. ZIMMERMAN, P.A.

FILED

98 DEC 31 AM 10:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, an attorney duly licensed to render services as such under the laws of the State of Florida, hereby forms a Professional Corporation for profit pursuant to the provisions of the Professional Service Corporation Act and other laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

David W. Zimmerman, P.A. (the "Corporation").

EFFECTIVE DATE
Jan 1, 1999

ARTICLE II - MAILING ADDRESS

The mailing address of this Corporation is 200 South Biscayne Boulevard, 41st Floor, Miami, Florida 33131-2398.

ARTICLE III - COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall commence on January 1, 1999.

ARTICLE IV - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for a professional corporation organized under the Professional Service Corporation Act of the State of Florida engaged in the practice of law.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, par value One Cent (\$.01) per share.

ARTICLE VI - INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial Registered Agent and the street address of the initial Registered office of this Corporation shall be:

David W. Zimmerman
200 South Biscayne Boulevard
41st Floor
Miami, Florida 33131-2398

ARTICLE VII - INITIAL BOARD OF DIRECTORS

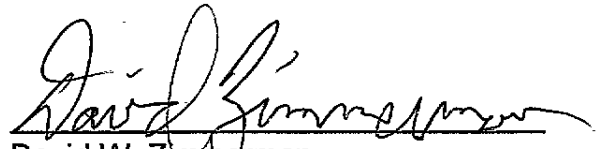
The Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws, but shall never be less than one. The name and address of the initial director of the Corporation is David W. Zimmerman, 200 South Biscayne Boulevard, 41st Floor, Miami, Florida 33131-2398.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

David W. Zimmerman
200 South Biscayne Boulevard
41st Floor
Miami, Florida 33131-2398

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 30th day of December, 1998.


David W. Zimmerman
Incorporator

CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED


WITNESSETH:

That David W. Zimmerman, P.A., desiring to organize under the laws of the State of Florida, which will have its principal office in Florida, has named David W. Zimmerman, located at 200 South Biscayne Boulevard, 41st Floor, Miami, Florida 33131-2398, its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated: This 30th day of December, 1998.


David W. Zimmerman
Registered Agent