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CONRAD & SCHERER  
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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\*ADMITTED IN NEW JERSEY,  
PENNSYLVANIA &  
WASHINGTON, D.C. ONLY

EIGHTH FLOOR  
633 SOUTH FEDERAL HIGHWAY  
POST OFFICE BOX 14723  
FORT LAUDERDALE, FLORIDA 33302  
BROWARD (954) 462-5500  
DADE (305) 944-0131  
PALM BEACH (561) 736-0118  
FACSIMILE (954) 463-9244

44 WEST FLAGLER STREET  
SUITE 402  
MIAMI, FLORIDA 33130  
TELEPHONE (305) 856-9920

PLEASE REPLY TO:

January 14, 1998

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

4000002746864--0  
-01/20/99--01003--009  
\*\*\*\*\*245.00 \*\*\*\*\*78.75

Gentlemen:

Enclosed is our check in the amount of \$245.00 and the Articles of Incorporation for Reid A. Cocalis, P.A. and W. Earl Hall, P.A.

Please process these incorporations under today's date and return a certified copy of the articles to me.

Please advise should you need anything further or have any questions.

Very truly yours,

*David C. Yon*  
David C. Yon  
Administrator

DCY:sgl

FILED  
99 JAN 20 PM 2:06  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ajc  
1/26

ARTICLES OF INCORPORATION

OF

Reid A. Cocalis, P.A.

The undersigned, a natural person competent to contract, hereby subscribes to these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is Reid A. Cocalis, P.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

The practice of law by attorneys licensed by the Florida Bar, the furnishing of related services and the lease or purchase of such real and personal property as is necessary for the rendering of this practice.

The investment of funds in real estate, mortgages, stocks, bonds or any other type of investment.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of, merge, or consolidate with any other domestic corporation engaged in the same character of business.

The redemption, purchase, retention, sale and transfer of its own capital stock.

The creation of employee benefit plans and trusts incidental thereto.

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99 JAN 20 PM 2:06  
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TALLAHASSEE, FLORIDA

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall begin on the date of filing and is to exist perpetually.

ARTICLE V

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is Post Office Box 14723, Fort Lauderdale, Florida 33302. The Board of Directors may from time to time move its principal office to any other address in Florida.

ARTICLE VI

DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

INITIAL DIRECTORS

This name and post office address of the member of the first Board of Directors is:

NAME -----	ADDRESS -----
Reid A. Cocalis	Post Office Box 14723 Fort Lauderdale, Florida 33302

ARTICLE VIII  
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INCORPORATOR  
-----

The name and post office address of the incorporator is:

NAME -----	ADDRESS -----
Reid A. Cocalis	Post Office Box 14723 Fort Lauderdale, Florida 33302

ARTICLE IX  
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INITIAL REGISTERED AGENT AND  
-----

INITIAL REGISTERED OFFICE  
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The name of the initial registered agent and the address of the initial registered office are as follows:

NAME -----	ADDRESS -----
Reid A. Cocalis	633 South Federal Highway Fort Lauderdale, Florida 33301

ARTICLE X  
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AMENDMENT  
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These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a meeting of the stockholders by two-thirds of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

OWNERSHIP OF CAPITAL STOCK

No stock of the corporation shall be issued to anyone other than an individual who is an attorney licensed by the Florida Bar.

Having been named to accept service of process, as indicated in the foregoing Articles of Incorporation, I hereby agree to act in such capacity and comply with the provisions contained in Chapter 48.091, Florida Statutes.

Reid A. Cocalis  
Reid A. Cocalis  
Registered Agent

Reid A. Cocalis  
Reid A. Cocalis  
Incorporator

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF BROWARD    )

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99 JAN 20 PM 9:06  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above, take acknowledgments, personally appeared REID A. COCALIS, well known to me (or who furnished the following identification: N/A), the person described as incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation and did (did not) take an oath.

WITNESS my hand and official seal at Fort Lauderdale, Broward County, Florida this 14 day of January, 1999.

David C. Yon  
Notary Public, State of Florida

My Commission Expires  
OFFICIAL NOTARY SEAL  
DAVID C YON  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC622226  
MY COMMISSION EXP. FEB. 17, 2001