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ANNETTE PITTS
ATTORNEY AT LAW
15920 S.W. 238 Street
Homestead, FL 33031
(305) 242-1115

January 20, 1999

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

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-01/25/99--01070--019
*****87.50 *****87.50

Re: Filing of Articles of Incorporation

Dear Sirs:

Enclosed please find the original Articles of Incorporation for ANNETTE PITTS, P.A. and a copy of same to be certified along with a check in the amount of \$ 87.50 constituting the filing fee. Please file these Articles of Incorporation and return the certified copy of the articles, together with the Certificate of Status, in the self-addressed envelope provided herein.

Should you have any questions regarding this matter, please contact the undersigned.

Sincerely,

Annette Pitts, Esq.

~~2/19/99 2817~~
Dmc
1-28-99

FILED
99 FEB 15 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 3, 1999

ANNETTE PITTS, ESQ.
ATTORNEY AT LAW
15920 SW 238 STREET
HOMESTEAD, FL 33031

SUBJECT: ANNETTE PITTS, P.A.
Ref. Number: W99000002817

We have received your document for ANNETTE PITTS, P.A. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 899A00004849

**ARTICLES OF INCORPORATION
OF
ANNETTE PITTS, P.A.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILE

The undersigned individual, licensed to practice the profession of Law in the State of Florida as licensed by the Florida Bar, an agency of the Florida Supreme Court, acting hereby as Incorporator for the purpose of forming a professional Service Corporation for profit under the provisions of Chapter 607, Florida General Corporation Act, and Chapter 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be Annette Pitts, P.A.

ARTICLE II

PURPOSES

The general nature and purposes of business to be transacted, promoted and carried on by the Corporation are as follows:

A. To engage in every aspect in the practice of law and all its fields of specialization, as licensed and allowed by the Florida Bar or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation.

B. To engage and render the professional services involved only through its officers, agents and employees who shall be attorneys in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation.

C. To engage in no other business other than the rendition of the professional services specified herein.

D. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

A. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 100 shares of common stock having a par value of \$.01 per share.

B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

C. Shares of the Corporation's stock and certificates shall be issued only to attorneys in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation.

ARTICLE IV

EFFECTIVE DATE AND DURATION

The Corporation shall commence its existence at the time of the filing of these Articles and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the Corporation is 29949 South Dixie Highway, Suite 200, Homestead, FL 33033. The corporation may maintain offices and/or transact business at other locations, either within or without the state of Florida. The name and address of the registered agent for service of process upon the Corporation is Annette Pitts, 29949 South Dixie Highway, Suite 200, Homestead, FL 33033.

ARTICLE VI

INCORPORATOR

The name and address of the incorporator is as follows:

Annette Pitts, Esq.
29949 South Dixie Highway
Suite 200
Homestead, FL 33030

ARTICLE VII

BOARD OF DIRECTORS

The Corporation shall have an initial board of directors consisting of at least one person. The number of directors may be increased or decreased from time to time by a resolution of the majority of the stockholders but shall never be less than one. The name and address of the initial director of this Corporation is:

INITIAL DIRECTOR
Annette Pitts, Esq.
29949 South Dixie Highway
Suite 200
Homestead, FL 33030

ARTICLE VIII

SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, stockholder, agent or employee of this Corporation becomes legally disqualified to render the professional services for which the Corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the Corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the Corporation on account of professional services. The Corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the Corporation, except that such shares shall not be entitled to dividends.

ARTICLE IX

BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by a majority vote of either the Stockholders or Directors.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former officer or Director, to the full extent permitted by law.

ARTICLE XI

PREEMPTIVE RIGHTS

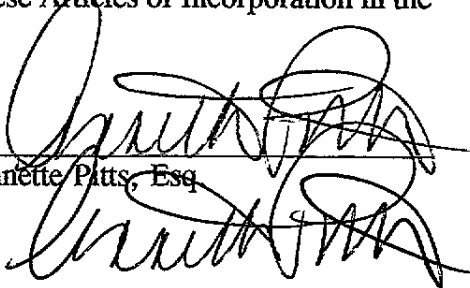
Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

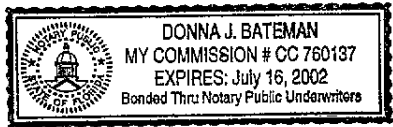
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation in the State of Florida, this 19th day of January, 1999.


Annette Pitts, Esq.

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Annette Pitts, known to me and/or who provided Florida Driver's License # P 320-007-65-630-0 and known by me to be the person, who, as Incorporator, executed the foregoing Articles of Incorporation of and acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19th day of January, 1999.



Donna J. Bateman

Notary Public, State of Florida

My commission expires: 7/16/2002

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHO PROCESS MAY BE SERVED - ACCEPTANCE BY
REGISTERED AGENT**

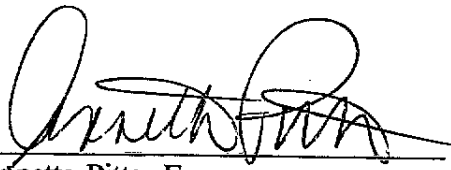
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted for compliance with said Act.

First, that Annette Pitts, P.A., a professional Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Annette Pitts, Esq. located at 29949 South Dixie Highway, Suite 200, Homestead, FL 33030 as its agent to accept service of process within this State.

Second, having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e. Section 607.325 F.S.

Dated this 19th day of January, 1999.


Annette Pitts, Esq.