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STROLLA & SCOTT, P.A.

120 SOUTH OLIVE AVENUE SUITE 303
WEST PALM BEACH, FLORIDA 33401
(561) 640-7148
(561) 310-1587

February 21, 1999

400002790104---6 -03/01/99--01052--014 *****78.75 *****78.75

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Dear Secretary of State:

Enclosed herein please find an original and copies of Articles of Incorporation for Strolla & Scott, P.A. I am also enclosing an Acceptance of Appointment of Registered Agent. Please file the original Articles and provide me with a certified copy.

I am enclosing a check for \$78.75 to cover the filing costs and cost of the certified copy. Please forward to me at the above address.

Thank you.

Sincerely,

Cathleen Scott, for Strolla & Scott

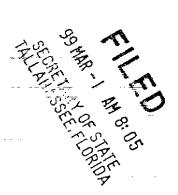
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SECRETARY OF STATE
TALLAHASSEE, FLORID

of an

ARTICLES OF INCORPORATION

OF .

STROLLA & SCOTT, P.A.



The undersigned, acting as a incorporator of a Florida corporation under the Professional Service Corporation and Limited Liability Company Act, Chapter 621 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

<u>NAME</u>

The name of the Corporation is STROLLA & SCOTT, P.A.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

<u>ARTICLE III</u>

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be 120 South Olive Avenue, Suite 303, West Palm Beach, Florida 33401.

ARTICLE VII

INITIAL DIRECTOR

The names and street addresses of the initial directors of the Corporation are as follows:

Name:

Address:

Cathleen Scott

1733 Village Boulevard Number 101 West Palm Beach, Florida 33409.

Stacy Strolla

3900 North Ocean Boulevard, Unit 2A

Gulfstream, Florida 33483.

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the shareholders of the Corporation.

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator are as follows:

Name: Address:

Cathleen Scott 1733 Village Boulevard No. 101

West Palm Beach, Florida 33409

Stacy Strolla 3900 North Ocean Boulevard, Unit 2A

Gulfstream, Florida 33483.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of rendering professional legal services, and transacting any or all lawful activities that such professional corporations may engage in under Chapter 621, Florida Statutes, including, but not limited to, investing its funds in real estate, mortgages, stocks, bonds and any other type investment permitted by law, and owning real or personal property necessary for the rendering of professional services.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue 5,000 shares of common stock with \$0.01 par value per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is The Guaranty Building 120 South Olive Suite 303 West Palm Beach, Florida 33401. The name of the initial registered agent of the Corporation at that address is Cathleen Scott, Esq.

ARTICLE VII

INITIAL DIRECTOR

The names and street addresses of the initial directors of the Corporation are as follows:

Name: Address:

Cathleen Scott 1733 Village Boulevard Number 101

West Palm Beach, Florida 33409.

Stacy Strolla 3900 North Ocean Boulevard, Unit 2A

Gulfstream, Florida 33483.

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the shareholders of the Corporation.

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator are as follows:

Name: Address:

Cathleen Scott 1733 Village Boulevard No. 101

West Palm Beach, Florida 33409

Stacy Strolla 3900 North Ocean Boulevard, Unit 2A

Gulfstream, Florida 33483.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this
Stacy Strolla
STATE OF FLORIDA COUNTY OF PALM BEACH
The foregoing Articles of Incorporation were acknowledged before me this 3 day of February, 1999, by the above, who:
[/ is personally known to me, or [] has produced identification:
Motary Public, State of Florida JOYCE ANN PETRIDES (Print, T. Forthamis Company Commission of Lightness February 14, 2001 EXPIRES: February 14, 2001 Bondled Thru Notary Public Underwriters
ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT
I, Cathleen Scott, am familiar with and accept the obligations of the appointment as the initial registered agent of Cathleen A. Scott, P.A., as made in the foregoing Articles of Incorporation.
DATED: Felonony 23, 1999
By Cathleen Scott, (Registered Agent)
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