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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

MARTINEZ & CINNEY, P.A.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 28, 1999

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SUBJECT: MARTINEZ & CINNEY, P.A.
REF: W99000009954

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ARTICLES OF INCORPORATION
OF
MARTINEZ & CINNEY, P.A.

The undersigned incorporator(s), for the purpose of forming a Professional Service Corporation under Chapter 621 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: MARTINEZ & CINNEY, P.A.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 7700 N. KENDALL DRIVE, SUITE 805, MIAMI, FLORIDA 33156

ARTICLE III PURPOSE

The purpose of this corporation shall be: THE PRACTICE OF LAW.

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500 shares, having an individual par value of \$ 1.00.

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: PHILIP J. SHECHTER, 7700 N. KENDALL DRIVE, SUITE 805, MIAMI, FLORIDA 33156

RAY STORMONT
EMPIRE CORPORATE KIT COMPANY
1492 West Flagler Street #200
Miami, Florida 33136
(305) 541-3694

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ARTICLE VI BOARD OF DIRECTOR(S)

The name and address of the initial board of directors shall be:

CHARLIE MARTINEZ 7700 N. KENDALL DRIVE, SUITE 805
MIAMI, FLORIDA 33156

JOSEPH P. CINNEY 7700 N. KENDALL DRIVE, SUITE 805
MIAMI, FLORIDA 33156

ARTICAL VII OFFICERS(S)

The name, title and address of the officers of this corporation shall be:

PRESIDENT

CHARLIE MARTINEZ 7700 N. KENDALL DRIVE, SUITE 805
MIAMI, FLORIDA 33156

VICE PRESIDENT

JOSEPH P. CINNEY 7700 N. KENDALL DRIVE, SUITE 805
MIAMI, FLORIDA 33156

ARTICLE VIII INCORPORATOR(S)

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 W. FLAGLER ST #200
MIAMI, FL 33135

The undersigned has(have) executed these Articles of Incorporation this 28TH day of APRIL, 1999.

Ray Stormont
Incorporator
Ray Stormont/President
Signing for
Empire Corporate Kit of America, Inc.

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EMPIRE CORP

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 621, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First that MARTINEZ & CINNEY, P.A.

Desiring to organize under the laws of the State of Florida with its principal office, as indicated in

the articles of incorporation has named PHILIP J. SHECHTER located at

7700 N. KENDALL DRIVE, SUITE 805

City of MIAMI

County of DADE

State of Florida, as its agent to

Accept services of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNED:


REGISTERED AGENT

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TALLAHASSEE, FLORIDA

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