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FLORIDA PROFIT CORPORATION OR P.A.

LAW OFFICE OF ANDREW FROMAN, P.A.

Certificate of Status	0
Certified Copy	1
Page Count	04
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June 21, 1999

EMPIRE CORPORATE KIT COMPANY

SUBJECT: LAW OFFICE OF ANDREW FROMAN, P.A.

REF: W99000014315

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

A corporation may not act as its own incorporator. Please designate an individual, another active domestic or foreign corporation, with a street address.

The registered agent and street address must be consistent wherever it appears in your document.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan Document Specialist

FAX Aud. #: H99000014635 Letter Number: 799A00032857



ARTICLES OF INCORPORATION

OF

LAW OFFICE OF ANDREW FROMAN, P.A.

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is The Law Office of Andrew Froman, P.A.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The corporation's principal office and mailing address is 27 Fletcher Avenue, Sarasota, Florida 34237.

ARTICLE III

DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence upon the date of July 1, 1999.

Andrew Froman, Esq. Law Office of Andrew Froman, P.A. 27 Fletcher Avenue Sarasota, Florida 34237 (941) 363 - 0132 Fle. Ber No.: 019429

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ARTICLE IV

NATURE OF BUSINESS

This corporation is organized for the purposes of providing legal services.

ARTICLE V

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 10,000 shares of Common Stock, of a par value of \$.10 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the corporation's securities and are entitled to receive the net assets of the corporation upon dissolution.

<u>ARTICLE VI</u>

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is Andrew Froman, Esq. The street address of the initial registered office of the corporation in the State of Florida is The Law Office of Andrew Froman, P.A., 27 Fletcher Avenue, Sarasota, Florida, 34237.

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ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have one initial director. The initial director is Andrew Froman. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation.

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is Andrew Froman, Esq., 27 Fletcher Avenue, Sarasota, Florida, 34237.

ARTICLE IX

BYLAWS

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

INDEMNIFICATION

The corporation shall indennify, to the full extent permitted by law, the Incorporator, any officer or any director of the corporation.

IN WITNESS THEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21th day of June, 1999.

Andrew Froman, Esq.

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CERTIFICATE OF REGISTERED AGENT

OF

THE LAW OFFICE OF ANDREW FROMAN, P.A.

Pursuant to Florida Statute §607.0501, the following is submitted, in compliance with said

Act:

THE LAW OFFICE OF ANDREW FROMAN, P.A., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the city of Sarasota, County of Sarasota, State of Florida, names Andrew Froman, Esq., 27 Fletcher Avenue, Sarasota, Florida, 34237 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for The Law Office of Andrew Froman, P.A., at the place designated in this Certificate, the undersigned agrees to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.

Dated this 21th day of June, 1999.

Andrew Froman, Esq.

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