

# P99000060270

*Law Offices*  
**MARK PENZER**  
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HIALEAH, FLORIDA 33012-2963

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NEW FILINGS	
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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ARTICLES OF INCORPORATION  
OF  
**MATTHEW E. PENZER, P.A.**

Pursuant to the Florida Business Corporation Act, the undersigned natural person, competent and licensed to practice law in the State of florida, acting hereby as incorporator, hereby adopts the following articles of incorporation:

1. The name of the corporation is MATTHEW E. PENZER, P.A.
2. The principal office and mailing address of this Corporation shall be 1840 West 49th Street, Suite 411, Hialeah, Florida 33016.
3. The number of shares of stock this Corporation is authorized to issue is 200, all Common Stock with \$1.00 per share par value.
4. The street address of the initial registered office of the Corporation is 1840 West 49th Street, Suite 411, Hialeah, Florida 33012, and the name of the initial registered agent of the Corporation at that address is Matthew E. Penzer.
5. The name and address of the person signing these Articles of Incorporation as incorporator is Matthew E. Penzer, 1840 West 49th

Street, Suite 411, Hialeah, Florida 33012.

6. The nature and purpose of this Corporation is:

- (a) The Practice of Law;
- (b) To engage and render its professional services only through persons lawfully authorized to render such services;
- (c) To invest its funds in any type investment permitted by law.

7. The Corporation shall have an initial Board of Directors consisting of 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 is Matthew E. Penzer, 1840 West 49th Street, Suite 411, Hialeah, Florida 33012.

8. 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, he shall forthwith sever all employment with the Corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits of the Corporation. The Corporation shall purchase such stockholder's shares and pay him/her all amounts lawfully due, except that such shares shall not be entitled to dividends.

9. The Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

10. The Corporation elects to have preemptive rights.

The undersigned has executed these Articles of Incorporation this 24 day  
of JUNE, 1999.

Matthew Penzer  
Matthew E. Penzer, Incorporator

CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT

Having been named as Registered Agent and to accept service of process  
for Matthew E. Penzer, P.A. at the address designated in its Articles of  
Incorporation, I hereby accept the appointment of registered agent and  
agree to act in this capacity and to comply with the provisions of all statutes  
relating to the performance of my duties. I am familiar with and accept the  
obligations of my position as registered agent.

Matthew Penzer  
Matthew E. Penzer, Registered Agent

Dated: JUNE 24, 1999

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