

EFFECTIVE DATE
7-30-99



Florida
Orlando
DeLand (Volusia County)
United States Virgin Islands
St. Thomas
St. Croix

THE CENTER FOR PROFESSIONAL LEGAL SERVICES
A Private, Full Service Law Firm
<http://members.aol.com/cpls1/>

5405 Diplomat Circle, Suite 201
Orlando, Florida 32810

Telephone: (407) 647-7887
Facsimile: (407) 647-5396

July 28, 1999

P99000069455

Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

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-07/29/99--01075--002
*****70.00 *****70.00

VIA OVERNIGHT MAIL

Re: Articles of Incorporation for The Center For Professional Legal Services of
Florida, P.C.

Dear Sir or Madam:

I have enclosed the Articles of Incorporation for The Center For Professional Legal Services of Florida, P.C., together with our firm's check in the amount of \$70.00 (\$35.00 to cover the filing fees for the corporation and \$35.00 to cover the Registered Agent Designation for the corporation). I have also enclosed a copy of the Articles of Incorporation. Please stamp with filed insignia and return the stamped copy with the certificate of filing.

Thank you in advance for your immediate attention to this matter. If you should have any questions or need any additional information, please do not hesitate to contact me.

Sincerely,

Tee Perad, Esq.

TP/tlc

Enclosures: Original Articles of Incorporation
Copy of Articles of Incorporation
Check No. 2900 in the amount of \$70.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. GALLMON-CASE AUG 05 1999

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**ARTICLES OF INCORPORATION FOR
THE CENTER FOR PROFESSIONAL LEGAL SERVICES
OF FLORIDA, P.A.**

The undersigned natural person, competent and licensed to practice Law in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

I. NAME OF CORPORATION

The name of the corporation shall be:

THE CENTER FOR PROFESSIONAL LEGAL SERVICES OF FLORIDA, P.A.

II. PRINCIPAL OFFICE

The Principal office of this corporation shall be:

101 N. Woodland Blvd., Suite 215
DeLand, Florida

III. MAILING ADDRESS

The mailing address of this corporation shall be:

5404 Diplomat Circle, Suite 201
Orlando, Florida 32810

IV. EFFECTIVE DATE

The effective date of these Articles of Incorporation is July 30, 1999.

V. 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 specializations, as are engaged in by lawyers.
- B. To engage and render the professional services involved only through its officers, agents and employees who shall be lawyers in good standing and duly licensed or otherwise or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

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TALLAHASSEE, FLORIDA

- C. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- D. To engage in no other business other than the rendition of the professional services specified herein.
- E. 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.
- F. To provide support services, including advertising, and other services to all other law firms organized and using the name, The Center For Professional Legal Services, before the formation of this corporation and after the formation of this corporation.

VI. 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 all with no par value.
- 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 lawyers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation or other professional service corporations consisting only of lawyers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

D. RESTRICTIONS ON OWNERSHIP AND TRANSFER OF STOCKS

Only current employees or independent contracting professional corporations or lawyers (with current valid contracts with the corporation) of the corporation shall own shares of the corporation.

VII. DURATION

The corporation shall have perpetual existence.

VIII. REGISTERED AGENT

The name and address of this corporation's registered agent are as follows:

TEE PERSAD, ESQ.
Diplomat Building
5405 Diplomat Circle, Suite 201
Orlando, Florida 32810

The physical address of the corporation's initial registered office is as follows:

Diplomat Building
5405 Diplomat Circle, Suite 201
Orlando, Florida 32810

IX. INCORPORATOR

The name and mailing address of the incorporator is as follows.

TEE PERSAD, ESQ.
2628 Center Key Road
P.O. Box 934426
Winter Park, Florida 32793-4426

X. BOARD OF DIRECTORS

The corporation shall have a 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 voting shareholders but shall never be less than one. The name and address of the initial directors of this corporation is:

TEE PERSAD, ESQ.
P.O. Box 934426
Winter Park, Florida 32793-4426

ALBERTO E. LUGO-JANER, ESQ.
P.O. Box 1468
Windermere, Florida 34786

XI. INFORMAL SHAREHOLDER ACTION

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the shareholders entitled to vote at a meeting and filed with the Secretary of the corporation as part of the corporate records.

XII. INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

XIII. INDEMNIFICATION

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

XIV. ARTICLES OF INCORPORATION AND BYLAWS AMENDMENT

The power to adopt, alter, amend or repeal the Articles of Incorporation and Bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida Governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida, this 28th day of July, 1999.


TEE PERSAD, ESQ., Incorporator

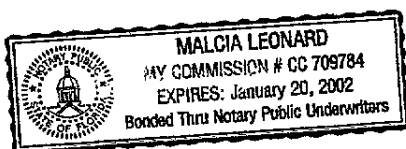
Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes, (1992).


TEE. PERSAD, ESQ., Registered Agent

STATE OF FLORIDA)
COUNTY OF ORANGE) ss:

BEFORE ME, the undersigned authority, personally appeared Tee, Persad, Esq. who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator of The Center For Professional Legal Services of Florida, P.A., and who further executed the oath of the registered agent of said corporation, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Orlando, in Orange County, Florida, this 28th day of July, 1999.




NOTARY PUBLIC

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FILED
CLERK OF STATE
TALLAHASSEE, FLORIDA