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LAW OFFICES
ENGLISH, McCAUGHAN & O'BRYAN, P.A.

100 NORTHEAST THIRD AVENUE
SUITE 1100
FORT LAUDERDALE, FLORIDA 33301-1146

TELEPHONE (954) 452-3300
FACSIMILE (954) 763-2439

MAILING ADDRESS: P.O. Box 14098
FORT LAUDERDALE, FLORIDA 33302-4098

BOCA RATON OFFICE
120 EAST PALMETTO PARK ROAD
SUITE 450
BOCA RATON, FL 33432-6090

TELEPHONE (561) 347-1700
FACSIMILE (561) 391-9944

October 18, 1999

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

300003020693-9
-10/21/99-01052-017
*****78.75 *****78.75

Re: Donald B. Medalie, P.A.

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation of Donald B. Medalie, P.A., a Florida professional association, along with our check in the amount of \$78.75. If the enclosed document meets with your approval, please file it with your Office and return a certified copy to the attention of the undersigned.

If you have any questions regarding the enclosed document, please do not hesitate to contact the undersigned.

Yours very truly,

Debra H. Chrystie
Debra H. Chrystie
Corporate Paralegal

/dhc
Enclosures

FILED
99 OCT 21 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN OCT 25 1999

**ARTICLES OF INCORPORATION
OF
DONALD B. MEDALIE, P.A.**

FILED
99 OCT 21 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida professional service corporation ("Corporation") under the Professional Service Corporation and Limited Liability Company Act, Chapter 621 of the Florida Statutes, and other laws of the State of Florida, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME AND ADDRESS

The name of the Corporation is DONALD B. MEDALIE, P.A., and the street address of the initial principal office of the Corporation is 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of engaging in the business of rendering professional legal services in the State of Florida by and through the Corporation's officers, employees and agents, as those terms are used in Section 621.06 (or successor legislation), Florida Statutes, who are duly licensed or otherwise legally authorized to practice law in the State of Florida, and transacting any and all other lawful business that the Corporation may engage in under Chapter 621, Florida Statutes, as may be amended from time to time, including investing the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, or owning real or personal property necessary for the rendering of said professional legal services.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue 100 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE IV

LIMITATION ON OWNERSHIP OF STOCK

No stock of this Corporation shall be issued to anyone other than an individual who is authorized to render legal services within the State of Florida.

ARTICLE V

DISQUALIFICATION OF SHAREHOLDER OR EMPLOYEE

If any shareholder, officer, employee or agent of this Corporation, who has been rendering professional legal services to the public, becomes legally disqualified to practice law in the State of Florida, or accepts employment that, pursuant to existing law, places restrictions or limitations upon his or her continuing rendering of such professional legal services, he or she shall sever all employment with, and financial interest in, this Corporation forthwith.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one director to hold office until the first annual meeting of shareholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Donald B. Medalie, Esquire	100 Northeast Third Avenue, Suite 1100 Fort Lauderdale, Florida 33301

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator is:

<u>Name</u>	<u>Address</u>
Donald B. Medalie, Esquire	100 Northeast Third Avenue, Suite 1100 Fort Lauderdale, Florida 33301

ARTICLE VIII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301, and the name of the initial Registered Agent of the Corporation at that address is Donald B. Medalie, Esquire.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4th day of October, 1999.


DONALD B. MEDALIE, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for DONALD B. MEDALIE, P.A., at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in such capacity. I further agree to comply with the provisions of the Florida Professional Service Corporation and Limited Liability Company Act and the Florida Business Corporation Act 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.

Dated: October 4, 1999

By: 
DONALD B. MEDALIE, Initial
Registered Agent

FILED
99 OCT 21 PM 12: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA