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PLEASE REPLY TO:

November 15, 1999

Miami

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-11/17/99--01062--020
*****78.75 *****78.75

State of Florida
Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Silverio & Hall, P.A.

Dear Sir or Madam:

Enclosed is the original and one copy of the Articles of Incorporation for the above company. Please file the original in your offices and certify and return to us one certified copy.

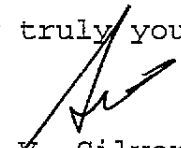
We are enclosing our check in the amount of \$78.75 covering:

- \$ 35.00 - Filing Fee
- 35.00 - Certificate Designating Registered Agent
- 8.75 - Certified Copy

\$ 78.75

Thank you for your assistance in this matter.

Very truly yours,


Mark V. Silverio

FILED
99 NOV 17 PM 1:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

MVS:dm
Enclosures

Mark Silverio
AUTHORIZATION BY PHONE TO
CORRECT Articles of Inc. VII stating purpose
of corp.
DATE 11/19
DOC. EXAM Sett

S. Thompson NOV 19 1999

FILED
99 NOV 17 PM 1:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
SILVERIO & HALL, P.A.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of this corporation is Silverio & Hall, P.A.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 44 West Flagler Street, Suite 2450, Miami, Florida 33130.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Mark V. Silverio, 44 West Flagler Street, Suite 2450, Miami, Florida 33130.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Mark V. Silverio, Esq., Suite 2450 Courthouse Tower, 44 West Flagler Street, Miami, Florida 33130.

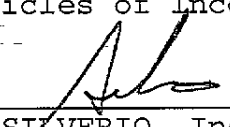
ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is:

President and Treasurer: Mark V. Silverio, 44 West Flagler Street,
Suite 2450, Miami, Florida 33130

Vice President and Secretary: Cynthia Byrne Hall, 400 Fifth Avenue
South, Suite 301, Naples, Florida 34102

The undersigned has executed these Articles of Incorporation this
15 day of November, 1999.



MARK V. SILVERIO, Incorporator

ARTICLE VII: PURPOSE

For the practice of Law.

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

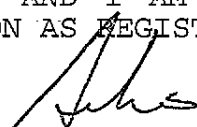
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 607.0501, 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.

1. The name of the corporation is **Silverio & Hall, P.A.**
2. The name and address of the registered agent and office is:

Mark V. Silverio
44 West Flagler Street, Suite 2450
Miami, Florida 33130

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.



MARK V. SILVERIO

Date: November 15, 1999