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HIGH, STACK, LAZENBY, PALAHACH & FEILER

ATTORNEYS AT LAW

3929 PONCE DE LEON BOULEVARD

CORAL GABLES, FLORIDA 33134

(305) 443-3329

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX (305) 443-0850
FAX (305) 444-5370

525 E. STRAWBRIDGE AVE.
MELBOURNE, FL 32901
(407) 725-5525
FAX (407) 984-2411

PLEASE REPLY TO:

Coral Gables

November 22, 1999

100003054141--0
-11/24/99--01056--013
****122.50 *****78.75

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

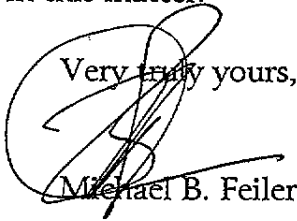
Re: Michael B. Feiler, P.A.

Sirs:

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida professional service corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Very truly yours,



Michael B. Feiler

MBF:mg

ARTICLES OF INCORPORATION OF
MICHAEL B. FEILER, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is MICHAEL B. FEILER, P.A.

ARTICLE II. CORPORATE PURPOSE

This is a professional service corporation organized under the auspices of Chapter 621, Florida Statutes, for the purpose of providing professional legal services.

ARTICLE III. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are

3929 Ponce De Leon Blvd.
Coral Gables, FL 33134

ARTICLE IV. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are

MICHAEL B. FEILER
3929 Ponce De Leon Blvd.
Coral Gables, FL 33134

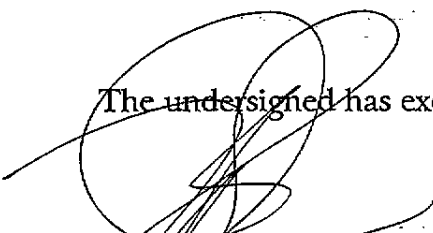
ARTICLE VI. INCORPORATOR/DIRECTOR.

The name and street address of the incorporator to these articles of incorporation, who shall also serve as its initial Director, is:

MICHAEL B. FEILER, Esq.
3929 Ponce De Leon Blvd.
Coral Gables, FL 33134

SIGNATURE

The undersigned has executed these articles on NOVEMBER 22, 1999.



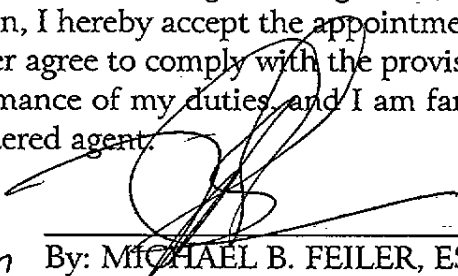
Michael B. Feller
Director

Pursuant to the provisions of F.S. 607.0501, 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 MICHAEL B. FEILER, P.A.
2. The name of the registered agent is MICHAEL B. FEILER, ESQUIRE.
3. The address of the registered agent/registered office is 3929 Ponce De Leon Blvd., Coral Gables, FL 33134.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


By: MICHAEL B. FEILER, ESQUIRE

Date: 11/22/99

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