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FLORIDA PROFIT CORPORATION OR P.A.

THE LAWS OFFICES OF JOHN L. DI MASI, P.A.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 17, 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

THE LAW OFFICES OF JOHN L. DI MASI, P.A.

The undersigned incorporator to these articles of incorporation, being duly licensed to practice law under the laws of the state of Florida, adopts these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

ARTICLE I. NAME

The name of the professional service corporation is The Law Offices of John L. Di Masi, P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 219 East Livingston Street, Orlando, Florida 32801.

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed by the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is 200,000 shares, par value $.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice law in the state of Florida.

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John L. Di Masi, Esq.
811 East Marks Street
Orlando Florida 32803
(407) 898-9891
FL Bar Number 0915607

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ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 219 East Livingston Street, Orlando, Florida 32801. The name of the initial registered agent at that address is John L. Di Masi.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors:.

Name	Address
John L. Di Masi	811 East Marks Street, Orlando, Florida 32803

ARTICLE VIII. INCORPORATORS

The name and street address of the person signing these articles of incorporation is:

Name	Address
John L. Di Masi	811 East Marks Street, Orlando, Florida 32803

ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock.

ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this the 16th day of May, 2000.

I hereby accept as Registered Agent for this corporation.

John L. Di Masi
Incorporator / Registered Agent

Sworn to and subscribed before me this 16th day of May, 2000, by Pamela S Osborne

Pamela S Osborne Notary Public -- State of Florida
.....(name, typed or printed).....

Personally Known X
OR
Produced Identification ___

Type of Identification Produced ....

(Seal)

Pamela S Osborne
My Commission CC615151
Expires January 22, 2001

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My Commission CC615151
Expires January 22, 2001

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