

LAW OFFICES
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WEST PALM BEACH, FLORIDA 33402

LOUIS L. WILLIAMS
BOARD CERTIFIED CIVIL TRIAL LAWYER

TELEPHONE (561) 659-3500
FAX (561) 655-3158

May 4, 2001

PO/000047309

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Fl. 32314

RE: Articles of Incorporation
Louis L. Williams, P.A.

Dear Sir:

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-05/08/01--01012--028
*****87.50 *****87.50

We hereby send you the following:

1. Original and one copy of Articles of Incorporation of Louis L. Williams, P.A.
2. A check payable to your order in the sum of \$87.50 representing the following:

Filing fee	\$35.00
Filing fee for Registered Agent	35.00
Certified copy of Charter	8.75
Certificate of Status	8.75

Will you kindly file the original of the enclosed charter and certify the copy and return to me at the address indicated in the above letterhead.

Thank you for your courteous cooperation.

Yours very truly,

Louis L. Williams

Louis L. Williams

LLW:jaf
Encls.
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D. BROWN MAY 11 2001

ARTICLES OF INCORPORATION OF

LOUIS L. WILLIAMS, P.A.

The undersigned subscriber 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 Louis L. Williams, P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 316 Banyan Blvd., West Palm Beach , Florida, 33401.

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 with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 100 shares of common stock having a par value of \$1 per share.

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.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 316 Banyan Blvd., West Palm Beach, Florida, 33401. The name of the initial registered agent at that address is Louis L. Williams.

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 are: Louis L. Williams, 316 Banyan Blvd., West Palm Beach , Florida, 33401.

ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these articles of incorporation

as subscriber are: Louis L. Williams, 316 Banyan Blvd., West Palm Beach , Florida, 33401.

ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

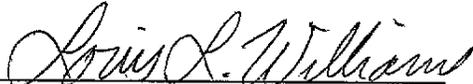
The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other 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. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally

disqualified to practice law in the state of Florida, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

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.

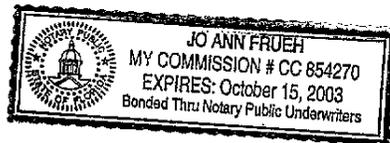
IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on May 4, 2001.


Louis L. Williams

STATE OF FLORIDA

COUNTY OF PALM BEACH

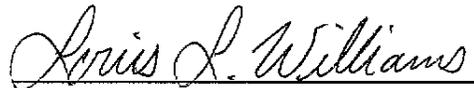
The foregoing articles of incorporation were acknowledged before me on this 4th day of May, 2001, by Louis L. Williams who is personally known to me.




Jo Ann Frueh
Notary Public -- State of Florida
(Seal)

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for LOUIS L. WILLIAMS, P.A. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


LOUIS L. WILLIAMS

Date: May 4, 2001