

P02000034492

Mary K. Foreman, CPA
3651 Cortez Road West – Suite 400
Bradenton, FL 34210

March 18, 2002

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, FL 32301

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-03/25/02--01085--002
*****78.75 *****78.75

RE: Mary K. Foreman, P.A.

Dear Sirs:

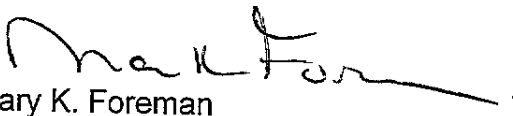
Enclosed herewith you will find the following items:

1. The original and one copy of the Articles of Incorporation of Mary K. Foreman, P.A.
2. My check in the amount of \$78.75 made payable to your order and tendered in payment of the fees to file this new corporation, file the designation and acceptance of registered agent and provide a certified copy of the Articles.

Please file this corporation and return the certified copy of the Articles to me at your earliest opportunity.

I thank you for your attention to this matter. Please do not hesitate to contact me if you have any questions or comments with regard to the foregoing, the enclosures or otherwise.

Sincerely yours,


Mary K. Foreman

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

MARY K. FOREMAN, P.A.

The undersigned subscriber to these Articles of Incorporation of a professional service corporation, being a natural person competent to contract, and admitted to practice as a certified public accountant under the laws of the State of Florida, desires to establish a professional service corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is: Mary K. Foreman, P.A.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: the practice of certified public accounting by certified public accountants licensed to practice in the State of Florida, the furnishing of related professional services and the lease or purchase of such real and personal property as is necessary for the rendering of this practice;

The investment of funds in real estate, mortgages, stocks, bonds, or any other type of investments;

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required;

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To purchase the corporate assets of, merge, or consolidate with any other domestic corporation engaged in the same character of business;

The redemption, purchase, retention, sale and transfer of its own capital stock; and

The creation of employee benefit plans and trusts incidental thereto.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall be one thousand (1,000) shares of one (\$1.00) dollar par value common stock. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1986, as amended.

All of said stock shall be payable in cash, or property, other than stock or securities, in lieu of cash, at a just valuation to be determined by the board of directors of this corporation.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than one hundred (\$100.00) dollars.

ARTICLE V

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 3651 Cortez Road West, Suite 400, Bradenton, Florida 34210. The board of

directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time in accordance with the By-Laws adopted by the stockholders.

ARTICLE VIII

INITIAL DIRECTOR

The name and post office address of the initial director are:

Name	Address
Mary K. Foreman	3651 Cortez Road West – Suite 400 Bradenton, Florida 34210

ARTICLE IX

INITIAL OFFICERS

The names and post office addresses of the initial officers are:

Name and Address	Title
Mary K. Foreman 3651 Cortez Road West – Suite 400 Bradenton, Florida 34210	President, Secretary, Treasurer

ARTICLE X

SUBSCRIBER

Name and Address	Shares	Consideration
Mary K. Foreman 3651 Cortez Road West – Suite 400 Bradenton, Florida 34210	100	\$100.00

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon. Alternatively, all the directors and all the stockholders may sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII

LIMITATIONS ON CORPORATE STOCK OWNERSHIP

1. No one other than an individual who is duly licensed as a certified public accountant under the laws of the State of Florida may own any corporate stock in this corporation; nor may any stockholder enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of the stockholder's stock.

2. If any officer, stockholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida or accepts employment that, pursuant to existing law, places restrictions or limitations upon that person's continued rendering of such professional services, that person shall sever all employment with, and financial interests in, the corporation forthwith.

3. No stockholder of the corporation may sell or transfer stock in this corporation except to another individual who is eligible to be a stockholder of the

corporation.

ARTICLE XIII

EFFECTIVE DATE

The effective date of this corporation shall be the date that these Articles of Incorporation are filed in the office of the Department of State of the State of Florida.

ARTICLE XIV

INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial Registered Office of this corporation is 3651 Cortez Road West, Suite 400, Bradenton, Florida 34210 and the name of the initial Registered Agent of this corporation at that address is Mary K. Foreman.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a professional service corporation to do business in the State of Florida, under the laws of the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and does agree to take the number of shares hereinabove set forth, and hereunto sets her hand and seal this 18th day of March, 2002.

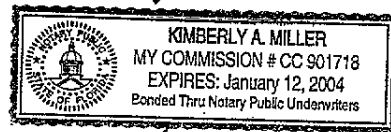

Mary K. Foreman - Subscriber

STATE OF FLORIDA }
 : ss
COUNTY OF MANATEE }

SWORN TO, SUBSCRIBED AND ACKNOWLEDGED before me this 18th day of

March, 2002, by MARY K. FOREMAN, who is personally known to me or who presented
Fl. dr. Lic. as identification and who did
take an oath.

Kimberly A. Miller
Notary Public Signature



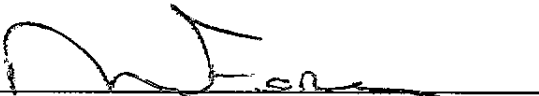
Kimberly A. Miller
Notary Public Printed Name
Notary Public – State of Florida
My Commission Expires: 1-12-2004

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In pursuance of Section 48.091, Florida Statutes, the following is submitted in compliance with said Section:

That Mary K. Foreman, P.A., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 3651 Cortez Road West, Suite 400, Bradenton, Florida 34210, has named Mary K. Foreman, located at 3651 Cortez Road West, Suite 400, Bradenton Florida 34210, as its agent to accept service of process within this State.

Having been named as Registered Agent to accept service of process for Mary K. Foreman, P.A. at the place designated in the Articles of Incorporation, I hereby acknowledge that I am familiar with, and accept, the obligations of that position and agree to comply with the provisions of Florida law relative to keeping open the Registered Office of the corporation.



Mary K. Foreman - Registered Agent

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