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P1500034456



ACCOUNT NO. : 072100000000

REFERENCE : 590346 80361A

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : 9 122.50

ORDER DATE : May 3, 1995

ORDER TIME : 9:15 AM

ORDER NO. : 590346

100001473351

CUSTOMER NO: 80361A

CUSTOMER: Mr. John B. Mizell
WOTITZKY & WOTITZKY

Suite 301
201 West Marion Avenue
Punta Gorda, FL 33950

DOMESTIC FILING

NAME: ABEL & ABEL, INC.

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

T. BROWN MAY - 3 1995

FILED
95 MAY - 3 PM 12: 33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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95 MAY -3 PM 12:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ABEL & ABEL, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, do hereby sign and direct these articles to be delivered to the Department of State, State of Florida for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME AND MAILING ADDRESS

The name of this corporation is ABEL & ABEL, INC. and its mailing address shall be 262 Fairway Road, Rotonda, Florida 33947-2018.

ARTICLE 2. - DURATION OF CORPORATE EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 100 shares of common stock. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation shall be 262 Fairway Road, Rotonda, Florida 33947-2018. The name of the initial registered agent at such address is Greg G. Abel.

ARTICLE 6. - DIRECTORS

This corporation shall have 2 directors initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the shareholders, but shall never be less than 1 nor more than 7.

ARTICLE 7. - INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

| NAME | ADDRESS |
|-----------------|--|
| Greg G. Abel | 262 Fairway Road Rotonda, FL 33947-2018 |
| Michael E. Abel | 262 Fairway Road Rotonda, FL 33947-2018 |

ARTICLE 8. - INCORPORATORS

The name and post office address of the incorporators of this corporation are:

| NAME | ADDRESS |
|-----------------|--|
| Greg G. Abel | 262 Fairway Road Rotonda, FL 33947-2018 |
| Michael E. Abel | 262 Fairway Road Rotonda, FL 33947-2018 |

ARTICLE 9. - 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, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed their names and affixed their seals this 28th day of April, 1995.

Witnesses:

John B. Mizell
JOHN B. MIZELL
Printed name of first witness

Greg G. Abel
Greg G. Abel

Kim Dutton
KIM DUTTON
Printed name of second witness


John B. Mizell
JOHN B. MIZELL
Printed name of first witness

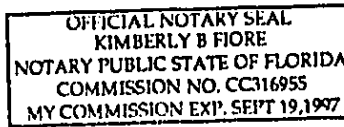
Michael E. Abel
Michael E. Abel

Kim Dutton
KIM DUTTON
Printed name of second witness

State of Florida
County of Charlotte

The foregoing instrument was acknowledged before me this day of April, 1995, by Greg G. Abel and Michael E. Abel, who are personally known to me.


Notary Public **KIMBERLY B. FIORE**



FILED
95 MAY -3 PM 12:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING A REGISTERED AGENT AND
REGISTERED OFFICE FOR THE SERVICE OF PROCESS

In compliance with Fla. Stat. § 48.091, the following is submitted:

ABEL & ABEL, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 262 Fairway Road, Rotonda, County of Charlotte, State of Florida, has designated Greg G. Abel, whose street address is 262 Fairway Road, Rotonda, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

ABEL & ABEL, INC.

By: Greg G. Abel
Greg G. Abel

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.

Greg G. Abel
Greg G. Abel