

Law Offices

P960000 47500
Saunders, Curtis, Ginestra & Gore

Professional Association

1730 East Sunrise Boulevard
Third Floor
Fort Lauderdale, FL 33304-3097
Telephone: (954) 525-0531
Fax: (954) 761-1952

Direct Lines From:
Atlanta: 940-7928
Boca Raton: 368-5799

Satellite Office:
Castello Square Building ✓
5051 Castello Drive #224
Naples, FL 33940
Telephone: (941) 263-9633

May 28, 1996

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

Re: New Corporation Filing
F. Andrews Taintor, P.A.

RECEIVED 11:24:45 AM
U.S. GOVERNMENT PRINTING OFFICE
*****100.00 *****100.00

Dear Sir/Madam:

In connection with the above matter, enclosed please find two executed originals of Articles of Incorporation for F. Andrews Taintor, P.A., the Certificate Designating Place of Business or Domicile For The Service of Process Within Florida Naming Agent Upon Who Process May Be Served, and our firm's check no.045055 payable to the Secretary of State in the amount of \$122.50 for filing fees.

Please file these documents to incorporate this new entity and certify and return the additional signed copy of the Articles to me at the above address for my file.

Should you have any question regarding the enclosed, please contact my office: 5051 Castello Drive, Suite 224, Naples, Florida 34103 (941) 263-9633.

Yours very truly,

F. Andrews Taintor
F. Andrews Taintor

PMC
6/5/96

FAT/

Enclosures

FILED
56 MAY 30 AM 8:15
SECRET
TALLAHASSEE, FLORIDA

R. R. Saunders (1902-1959)
John F. Ginestra (1922-1981)
Robert M. Curtis (Retired)

George H. Gore (Of Counsel)
Ted P. Galais, Jr.
Debra P. Rochlin

Roger H. Staley
F. Andrews Taintor
John A. Thabes

ARTICLES OF INCORPORATION
OF

F. ANDREWS TAINTOR, P.A.

FILED
96 MAY 30 AM 8:15

SEC.
TALLAHASSEE, FLORIDA

The undersigned subscriber (and 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 F. ANDREWS TAINTOR, P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is Suite 224, 5051 Castello Drive, Naples, Florida 34103.

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 \$1.00 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 Suite 224, 5051 Castello Drive, Naples, Florida 34103. The name of the initial registered agent at that address is F. Andrews Taintor.

ARTICLE VII. DIRECTORS

This corporation shall have no directors, initially. The affairs of the corporation will be managed by the shareholder(s) until such time directors are designated as provided by the bylaws.

ARTICLE VIII. SUBSCRIBER

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

Name	Address
F. Andrews Taintor	Ste. 224, 5051 Castello Drive Naples, Florida 34103

ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholder(s) 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, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, 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 (and incorporator) executed these articles of incorporation on May, 21, 1996.

F. Andrews Taintor
F. Andrews Taintor

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing articles of incorporation were acknowledged before me on this 21 day of May, 1996, by F. Andrews Taintor.

Betty A. Forsythe
Notary Public, State of Florida



Betty A. Forsythe
Print or Type Name of Notary
My commission expires: _____
Commission No. _____

Personally Known X OR Produced Identification
Type of Identification Produced

FILED

26 MAY 30 AM 8:15

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHO PROCESS MAY BE SERVED

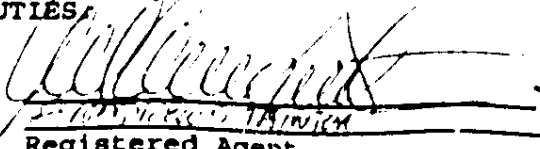
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

F. Andrews Taintor P.A. desiring to organize or qualify under
the laws of the State of Florida, with its principal place of
business at the City of Naples, State of Florida, has named F.
Andrews Taintor whose address is 5051 Castello Drive, Suite 224,
Naples, Florida, 34103, as its agent, to accept service of process
within Florida.

By 
F. Andrews Taintor, Subscriber

Date: May 24, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.


Registered Agent