

P9600009877

Attorneys and Counselors at Law
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

Edward F Simpson Jr., P.A.
Robert Klt Korey, P.A.
Naah C. McKinnon, Jr., P.A.
David A. Vukelja, P.A.
Scott E. Simpson

Suite A, Granada Oaks Professional Building
595 West Granada Boulevard
Ormond Beach, Florida 32174
Telephone (904) 877-3431
Telefax (904) 873-0748

November 26, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

200002017932--9
-12/03/96--01102--016
****122.50 ****122.50

Re: Scott E. Simpson, P.A.

Dear Sir or Madam:

Enclosed for filing, please find the original and one copy of the Articles of Incorporation for Scott E. Simpson, P.A., along with the original Certificate Designating Place Of Business Or Domicile For The Service Of Process Within This State, Naming Agent Upon Whom Process May Be Served.

I would appreciate your filing the above Articles of Incorporation and sending me a certified copy of same in the self-addressed, stamped envelope provided for your convenience. Our check in the sum of \$122.50 is also enclosed as your filing fee.

Thank you for your assistance in this matter.

Sincerely,

Scott E. Simpson
SCOTT E. SIMPSON

SES/ss
Enclosures

12/16/96
JD

ARTICLES OF INCORPORATION
OF
SCOTT E. SIMPSON, P.A.

FILED
96 DEC -2 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE 1. NAME. The name of the Corporation is:
SCOTT E. SIMPSON, P.A.

ARTICLE 2. DURATION. This corporation shall have perpetual existence commencing on the date that these Articles are formally accepted by the office of the Secretary of State for the State of Florida.

ARTICLE 3. PURPOSE. The purpose for which the corporation is organized shall be to engage in and carry on all branches of the practice of law, and to do those things that are necessary or proper in connection with that practice, including, but not limited to, the following:

(a) To purchase, lease, or otherwise acquire, to own, hold and operate, and to sell, mortgage, pledge, lease, employ, or otherwise dispose of, encumber, or invest in such real estate, mortgages, stocks, bonds, and all types of personal property, tangible or intangible, as may be reasonably required in the conduct of its professional business activity in which the corporation may engage.

(b) To enter into and make all necessary contracts for the conduct of its professional business with any person, partnership, association, corporation, or other entity, and to perform, carry out, cancel, and rescind those contracts.

(c) To borrow or raise money reasonably required in the conduct of its professional business and in connection with any proper business activity in which the corporation may be engaged; and to execute and deliver any instruments that may be necessary to evidence the borrowing.

(d) To form and become a participant in any partnership, limited partnership, or joint venture with any other individuals, firms, corporations, or entities, and to become a shareholder in any corporation for profit, and to become a member of any association, non-profit corporation, or other entity.

(e) To carry on any other business in connection with and incidental to any of the foregoing businesses, transactions, and dealings; and to do any other act legal under the laws of the State of Florida with all the powers conferred on corporations by the laws of the State of Florida.

(f) To restrict the manner in which the persons to whom its capital stock shall be issued or transferred and to enact by-laws to carry these restrictions into effect.

(g) To do everything necessary, proper, advisable, or convenient for the accomplishment of the corporate purpose or the attainment of any of the objectives or the furtherance of any of

the powers set forth in these Articles of Incorporation, incidental to, pertaining to, or growing out of its professional business or otherwise, and at all times to comply with the provisions of the Florida Professional Service Corporation Act as currently enacted and as may hereafter amended or superseded by any other statute.

ARTICLE 4. PROFESSIONAL SERVICES. The professional services of the corporation shall be rendered only through officers, employees, and agents who are duly licensed or otherwise legally authorized to practice law. Professional services shall be rendered in each case by the officer, employee, or agent designed solely by this corporation, acting through its duly elected officers, and no officer, employee, or agent shall enter into any contract, written or verbal, for professional services with any client wherein the right to select the person by which the services shall be rendered is delegated to the client. The provision shall not be applicable to the extent it is in conflict with law or the professional canons of the practice of law.

ARTICLE 5. CAPITAL STOCK. The aggregate number of shares which the Corporation is authorized to issue is ONE HUNDRED (100) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE 6. ADDRESS. The street address of SCOTT E. SIMPSON, P.A. is the following:

595 W. Granada Blvd., Suite A
Ormond Beach, FL 32174

The mailing address of SCOTT E. SIMPSON, P.A. is the

following:

595 W. Granada Blvd., Suite A
Ormond Beach, FL 32174

ARTICLE 7. PRE-EMPTIVE RIGHTS. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series in that which he already holds, shall have the right to purchase this pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE 8. INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial Registered Office of the Corporation is 595 W. Granada Blvd., Suite A, Ormond Beach, Florida and the name of its initial Registered Agent at that address is SCOTT E. SIMPSON.

ARTICLE 9. BOARD OF DIRECTORS. The Incorporators, as hereinafter set forth, agree that there will be no board of directors for this corporation and that the responsibilities and duties normally performed by the board of directors shall be performed by the shareholders of this corporation.

ARTICLE 10. INCORPORATORS. The name and address of each Incorporator is as follows:

Scott E. Simpson	595 W. Granada Blvd., Suite A Ormond Beach, FL 32174
------------------	---

ARTICLE 11. INDEMNIFICATION. This corporation shall indemnify any officer to the full extent of the law.

ARTICLE 12. AMENDMENT. The Corporation reserves the right

to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to the, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 26 day of November, 1996.

Scott E. Simpson
SCOTT SIMPSON

STATE OF FLORIDA)
):ss
COUNTY OF VOLUSIA)

Before me personally appeared SCOTT SIMPSON known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

The foregoing instrument was acknowledged before me this 26th day of November, 1996 by SCOTT SIMPSON, (X) who is personally known to me, or () who produced a Florida driver's license as identification.



SUE STRASSER
MY COMMISSION # CC452400 EXPIRES
April 11, 1999
BONDED THREE TROY FAIR INSURANCE, INC.

Sue Strasser
Notary Public
State of Florida
Commission No.:
My Commission Expires:

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

FILED
96 DEC -2 PM 1:23
TALLAHASSEE
STATE OF FLORIDA

Pursuant to Florida Statute 48.091, the following is submitted
in compliance with said Act;

First, SCOTT E. SIMPSON, 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 595 W. Granada Blvd., Suite A,
Ormond Beach, County of Volusia, State of Florida, has named SCOTT
E. SIMPSON, 595 W. Granada Blvd., Suite A, Ormond Beach, as its
agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, I
hereby accept to act in this capacity and agree to comply with the
provisions of said Act relative to keeping open said office.

DATED this 26 day of November, 1996.

Scott E. Simpson
SCOTT E. SIMPSON, as Registered Agent