

TRANSMITTAL LETTER
P97000021974

FROM:

Name of corporation: Fadigan & Associates, Inc.

Street address of the corporation 2524 Waterview Place

City Windermere State FL ZIP 34786

300002105423--1
-03/05/97--01111--002
*****70.00 *****70.00

DEAR CORPORATIONS DIVISION:

Please find enclosed:

- 1. An original Articles of Incorporation and one copy for the above named corporation.
- 2. A certified check or money order in the amount of \$ 70.00 for filing fees.

A certified copy is is not requested.

If a certified copy is requested, the additional fee in the amount of \$ _____ is enclosed.

Please send responses or receipts concerning this filing to the above address.

Thank you very much.

JAMES FADIGAN, Ph.D.
2524 WATERVIEW PL.
WINDERMERE, FL 34786

2/26/97
Date *[Signature]*
Signature of Incorporator

Name of Incorporator

407-293-0299
Telephone

*Diane Galdonik gave
auth to add the suffix.
3/11/97
DMC*

ARTICLES OF INCORPORATION
of

FILED

97 MAR -5 AM 11:22

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned Incorporator submits these articles of Incorporation for the purpose of forming a for-profit corporation.

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

Article 1. The name of the Corporation is:

Fadigan & Associates, Inc.

Article 2. The principal place of business and mailing address of this corporation is:

2524 Waterview Place, Windermere, FL 34786

Article 3. The corporation is authorized to issue one class of stock, that being 1500 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

James Fadigan

Article 5. The name and street address of the incorporator of this corporation is:

2524 Waterview Place, Windermere, FL 34786

Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the foregoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

JAMES FADIGAN, Ph.D.
2524 WATERVIEW PL.
WINDERMERE, FL 34786

Date

Signature of Incorporator

Name of Incorporator

2/26/97 [Signature] _____

**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

FILED
97 MAR -5 AM 11:22
SEC. OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

James Fadigan
Name

2524 Waterview Place
Street address

Windermere, FL 34786
City/State/ZIP

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

James Fadigan
Signature of registered agent

2/26/97
Date of signature