



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 743461 8657A

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 122.20

ORDER DATE : March 17, 1998

ORDER TIME : 10:29 AM

ORDER NO. : 743461-005

CUSTOMER NO: 8657A

CUSTOMER: Ms. Stephanie O'dell
RAMSEY W. DULIN, ESQ

201 S. Orange Avenue, Ste 1090
Signature Plaza
Orlando, FL 32801

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 PM 1:32

DOMESTIC FILING

NAME: J. MICHAEL MATTHEWS, P.A.

600002459756--3

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

2555-
W98-5949

RECORDED
98 MAR 17 PM 1:08
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

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DIVISION OF CORPORATIONS
98 MAR 17 PM 1:32

March 17, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RESUBMIT

Please give original
submission date as file date.

SUBJECT: J. MICHAEL MATTHEWS, P.A.
Ref. Number: W98000005949

We have received your document for J. MICHAEL MATTHEWS, P.A. and the authorization to debit your account in the amount of \$122.20. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 698A00014407

RECEIVED
98 MAR 18 AM 11:35
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
J. MICHAEL MATTHEWS, P.A.**

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DIVISION OF CORPORATIONS
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The undersigned who is duly licensed to practice law in the State of Florida for purposes of forming a professional corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be J. MICHAEL MATTHEWS, P.A.

**ARTICLE II
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE III
PURPOSE**

The purpose of the corporation shall be to engage in and carry on all branches of the practice of law within the State of Florida, and to do those things which are necessary or proper in connection with that practice.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is one thousand (1000) shares, all of which shall be common shares with a par value of one dollar (\$1.00).

**ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the corporation is 201 South Orange

Avenue, Suite 1090, Orlando, Florida 32801. The name of the initial registered agent at such address is Ramsey Dulin.

**ARTICLE VI
PRINCIPAL PLACE OF BUSINESS**

The initial principal place of business of the corporation shall be 813 Douglas Avenue, Altamonte Springs, Florida 32714, until otherwise designated by the corporation.

**ARTICLE VII
DIRECTORS**

The Board of Directors of the corporation shall consist of at least one director and no more than five directors. The initial Board of Directors shall consist of one director, whose name and address is set forth below:

J. Michael Matthews

690 Domerick Drive
Maitland, Florida 32751

**VIII
OFFICERS**

The corporation shall have such officers as may be provided in the bylaws of the corporation, and such officers shall be determined in the manner provided in the bylaws, and shall perform their duties during their respective terms of office as may be provided in the bylaws of the corporation.

**ARTICLE IX
INCORPORATOR**

The name and address of the incorporator of the corporation is as follows:

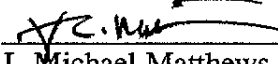
J. Michael Matthews

813 Douglas Avenue
Altamonte Springs, Florida 32714

ARTICLE X
AMENDMENTS TO ARTICLES
OF INCORPORATION AND BYLAWS

The shareholders shall have the exclusive authority to make amendments to these Articles of Incorporation by majority vote of all outstanding shares; the Board of Directors shall have the authority to formulate and adopt the initial bylaws of the corporation, thereafter, the shareholders shall have the exclusive authority to amend the bylaws of the corporation by a majority vote of all outstanding shares.

IN WITNESS WHEREOF, I have subscribed my name this 16th day of March, 1998.

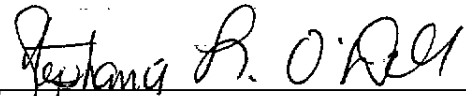


J. Michael Matthews, Esquire
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, a notary public, duly authorized in the state and county aforesaid to take acknowledgments, personally appeared J. Michael Matthews to me personally known to be the person who executed and subscribed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same for the purposes therein contained, and who did/did not take an oath.

WITNESS my hand and official seal in the county and state set forth above this 16th day of March, 1998.



Notary Public, State of Florida

Printed Name: Stephanie L. O'Dell

(Seal)



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DIVISION OF CORPORATIONS
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**DESIGNATION OF REGISTERED
OFFICE AND REGISTERED AGENT**

J. MICHAEL MATTHEWS, P.A., a Florida corporation, pursuant to Florida Statue §48.091, and its Articles of Incorporation, hereby designates Ramsey W. Dulin, 201 S. Orange Avenue, Suite 1090, Orlando, Florida 32801, as its registered agent and registered office for the service of process as required by law.

ACCEPTANCE

I, Ramsey W. Dulin having been named in the foregoing designation of registered office and registered agent by J. MICHAEL MATTHEWS, P.A. a Florida corporation, and being fully advised and apprized of the duties of a registered agent for the service of process as prescribed by Florida Statue §48.091, do hereby accept said designation, and agree to accept service of process as registered agent, to keep my office open during prescribed hours, to post my name in some conspicuous place in the office as required by law, and to otherwise comply with the obligations of a resident agent and to maintain a registered office as heretofore indicated.

Dated this 16th day of March, 1998.



Ramsey W. Dulin