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BULL, MORLAN, SIMPSON & STOVASH, P.A.

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EDWARD H. ALEXANDER, JR.,²

²ALSO ADMITTED IN N.Y.

August 30, 1996

FLORIDA DEPARTMENT OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Incorporation of Bull and Tegeler, P.A.
BMSS File No. 500-001

000001939240
-09/05/96--01020--006
*****70.00 *****70.00

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation of Bull and Tegeler, P.A., as well as the Certificate Designating Registered Agent for Service of Process Within This State, which we are submitting for filing as a matter of record with the Department of State.

Also enclosed please find a check made payable to the Department of State in the amount of \$70.00 for payment of the required fees for filing these Articles and Designation of the Registered Agent pursuant to Chapter 607, Florida Statutes.

Please file these documents immediately. Your prompt assistance in this regard will be greatly appreciated.

Very truly yours,

David F. Tegeler

David F. Tegeler

Enclosures
IF TWO DOCUMENTS IN PART 511

FILED
96 SEP -3 PM 2:30
TALLAHASSEE, FLORIDA
STATE

SEP 5 1996 . BSB

ARTICLES OF INCORPORATION
OF
BULL AND TEGELER, P.A.

FILED
96 SEP -3 PM 2:30
TALLAHASSEE, FLORIDA

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - Name

The name of this Corporation shall be:

BULL AND TEGELER, P.A.

ARTICLE II - Principal Office

The address of the principal office and the mailing address of the Corporation is 111 North Orange Avenue, Suite 1200, Orlando, Florida 32801.

ARTICLE III - Business and Activities

The Corporation shall be a Professional Service Corporation and, as such, the general nature and purposes of the business to be transacted, promoted and carried on by the Corporation are as follows:

A. To engage in every aspect in the practice of law and all fields of specialization as are engaged in by attorneys.

B. To engage in and render the professional services involved only through its officers, agents and employees, who shall be attorneys in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation.

C. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

D. To engage in no other business other than the rendition of the professional services specified herein.

E. To do everything necessary and proper in accomplishing the purposes set forth herein and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE IV - Capital Stock

A The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

B All or any portion of the capital stock may be issued in payment for real or personal property, past or future services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

ARTICLE V - Term of Existence

The effective date upon which this Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 111 North Orange Avenue, Suite 1200, Orlando, Florida 32801 and the name of the initial registered agent of this Corporation at that address is Stephen M. Bull.

ARTICLE VII - Directors

A. The initial number of Directors of this Corporation shall be two (2).

B. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the Bylaws of this Corporation, but there shall always be at least one Director.

C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.

D. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.

E. The names and street addresses of the initial members of the Board of Directors, each to hold office until the first annual meeting of the Shareholders of this Corporation or until their successors are elected or appointed and have qualified, are:

Name

Street Address

Stephen M. Bull

111 North Orange Avenue, Suite 1200
Orlando, Florida 32801

David F. Tegeler

111 North Orange Avenue, Suite 1200
Orlando, Florida 32801

F. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders or for no cause.

G. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

ARTICLE VIII - Incorporator

The name and street address of the incorporator signing these Articles is:

Name

Street Address

Stephen M. Bull

111 North Orange Avenue, Suite 1200
Orlando, Florida 32801

ARTICLE IX - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this Corporation.


ARTICLE X - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of a majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30th day of August, 1996.


Stephen M. Bull

500 001 articles inc
08/30/96

**CERTIFICATE DESIGNATING REGISTERED AGENT
FOR SERVICE OF PROCESS WITHIN THIS STATE**

Pursuant to Chapter 48, Florida Statutes, the following is submitted in compliance with said act.

Bull and Tegeler, P.A., a corporation organized under the laws of the State of Florida with its registered office located at 111 North Orange Avenue, Suite 1200, Orlando, Florida 32801, has named Stephen M. Bull, located at the above registered office, as its registered agent to accept service of process within the 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 the designation to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

By:


Registered Agent

Date:

8/30/96

FILED
96 SEP -3 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA