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THOMAS H. RYDBERG
ATTORNEY AT LAW

610 W. Azele
Tampa, Florida 33606

FILED
00 JAN 10 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Telephone (813) 251-6878
Facsimile (813) 254-4799

January 7, 2000
by U.S. Mail

Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

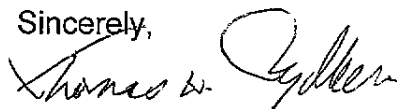
EFFECTIVE DATE
1-7-00

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Dear Sirs:

Enclosed are an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for The Rydberg Law Firm, P.A., a Florida Corporation; a check in the amount of \$78.75¹ and a postage paid, self addressed envelope. Please mail a non-certified copy of the filed articles and the Certificate of Status to me in the enclosed envelope. Thank you.

Sincerely,



Thomas H. Rydberg

¹ To pay the \$35 filing fee for the articles; the \$35 fee for the designation of and acceptance by registered agent, and the \$8.75 fee for the certificate of status.

EFFECTIVE DATE
1-7-00

ARTICLES OF INCORPORATION
OF
THE RYDBERG LAW FIRM P.A.

The undersigned subscriber 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 The Rydberg Law Firm P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation 610 W. Azeele Street, Tampa, Florida 33606.

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 January 7, 2000, provided these articles are filed with the Florida Department of State within five days thereafter. If these articles are not filed within five days after January 7, 2000, the existence of the professional service corporation shall begin when these articles of incorporation are filed by the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 1000 shares of common stock having a par value of \$10 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.

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ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 610 W. Azeele Street, Tampa, Florida 333606. The name of the initial registered agent at that address is Thomas H. Rydberg.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of two members. The names and addresses of the members of the first board of directors are:

Thomas H. Rydberg
2606 Prospect Road
Tampa, Florida 33629

Marsha G. Rydberg
2606 Prospect Road
Tampa, Florida 33629

ARTICLE VIII. SUBSCRIBER

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

Thomas H. Rydberg
2606 Prospect Road
Tampa, Florida 33629

ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

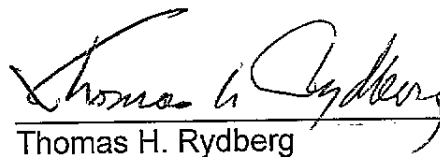
The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other 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

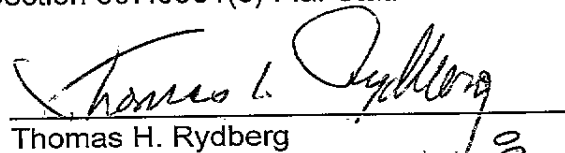
The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on January 7, 2000.


Thomas H. Rydberg

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for The Rydberg Law Firm, P.A., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position under Section 607.0501(3) Fla. Stat.


Thomas H. Rydberg

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