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*Dewey H. Varner*

*A Professional Association*

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January 6, 2000

**VIA FEDERAL EXPRESS**

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

100003092041--6  
-01/07/00-01084--004  
\*\*\*\*122.50 \*\*\*\*78.75

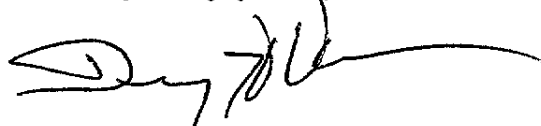
Re: DEWEY H. VARNER, P.A.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation of a for profit corporation with regard to the above-named corporation. Please also find enclosed our firm's check in the amount of \$122.50 representing the filing fees in this regard.

Please file the enclosed Articles and return a conformed copy to me in the envelope provided.

Very truly yours,



DEWEY H. VARNER

DEH/vh  
Enclosures

FILED  
00 JAN 21 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch JAN 24 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 14, 2000

DEWEY H. VARNER  
2328 TENTHB AVE NORTH STE 202  
LAKE WORTH, FL 33461

SUBJECT: DEWEY H. VARNER, P.A.  
Ref. Number: W00000001174

We have received your document for DEWEY H. VARNER, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the 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) 487-6928.

Tim Burch  
Document Specialist

Letter Number: 000A00002033

**ARTICLES OF INCORPORATION  
OF  
DEWEY H. VARNER, P.A.**

00 JAN 21 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit, and for that purpose, hereby certify, declare and set forth as follows, to wit:

**ARTICLE I**

**NAME**

The name of the corporation shall be: **DEWEY H. VARNER, P.A.**

**ARTICLE II**

**GENERAL NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States, the State of Florida, and the Florida Bar with regard to rendering and providing legal services, and other such activities as are allowed by law.

**ARTICLE III**

**CAPITAL STOCK**

The capital stock of this corporation shall be Five Hundred Shares (500) at \$1.00 per share par value.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the stockholders of this corporation.

**ARTICLE IV**

**CAPITAL**

The amount of capital with which this corporation shall commence business shall be Five Hundred Dollars (\$500.00).

**ARTICLE V**

**DURATION**

This corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE VI**

**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of said corporation shall be 2328 Tenth Avenue North; Suite 202, Lake Worth, Florida 33461 with the privilege of having branch offices at other places within or without the State of Florida.

**ARTICLE VII**

**REGISTERED OFFICE AND REGISTERED AGENT**

The name of the corporation's registered agent is DEWEY H. VARNER, 2328 Tenth Avenue North, Suite 202, Lake Worth, Florida 33461

**ARTICLE VIII**

**OFFICERS AND DIRECTORS**

The names and addresses of the first directors and officers of the corporation who shall hold office for the first year or until their successors are chosen shall be:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>OFFICE</u></b>
Dewey H. Varner	2328 Tenth Avenue North Suite 202 Lake Worth, Florida 33461	President/Secretary

This corporation shall have at least one, but not more than four directors, and no person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

## ARTICLE IX

### SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation and the number of shares of stock each agrees to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Dewey H. Varner	2328 Tenth Avenue North Suite 202 Lake Worth, Florida 33461	500

## ARTICLE X

### SHARES OF STOCK

Shares of stock held by the initial shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders of to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

## ARTICLE XI

### PREEMPTIVE RIGHTS

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

ARTICLE XII

POWERS

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

Directors of this corporation shall have the power to make or amend the By-laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatsoever. The corporation shall have first lien on the shares of its members and upon the dividends due them for any indebtedness of such members to the corporation.

IN WITNESS WHEREOF, the undersigned being the original subscriber to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the fact herein stated are true, this 6 day of January, 2000.

Signed, sealed, and delivered  
in the presence of us:

  
WITNESS

WITNESS

  
Dewey H. Varner

STATE OF FLORIDA )

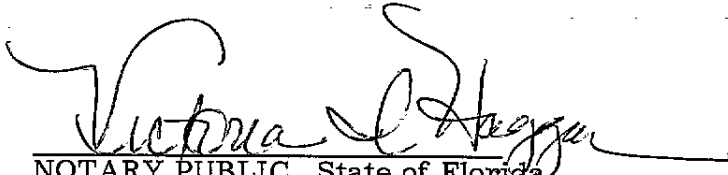
COUNTY OF PALM BEACH )

I, the undersigned officer, duly authorized to take acknowledgements and administer oaths in the State of Florida at Large, hereby certify that before me personally appeared Dewey H. Varner, to me well known to be the individual(s) described herein and who executed the foregoing Articles of Incorporation, and he

acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this

4 day of January, 2000.

  
NOTARY PUBLIC, State of Florida



My commission expires:

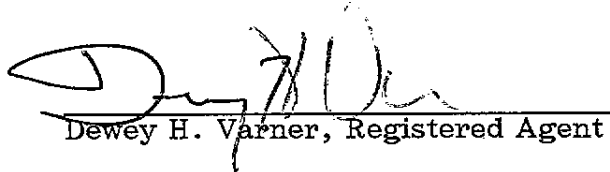
CERTIFICATE OF REGISTERED AGENT

OF

DEWEY H. VARNER, P.A.

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Having been named as resident agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of §607.0505, Florida Statutes.

  
Dewey H. Varner, Registered Agent

FILED  
00 JAN 21 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA