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GIBBS & PARNELL, P.A.

ATTORNEYS AT LAW

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THOMAS E. PARNELL
15310 AMBERLY DRIVE, SUITE 175
TAMPA, FLORIDA 33647
(813) 975-4444 FAX (813) 975-4445
REPLY TO:

January 7, 2000

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*****78.75 *****78.75

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
1-6-00

FILED
00 JAN 13 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Mary Attridge, P.A.

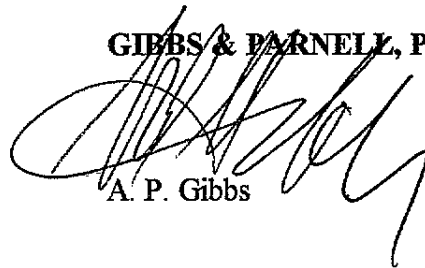
Dear Sir/Madam:

Enclosed for filing please find Articles of Incorporation for Mary Attridge, P.A., together with her firm check in the amount of \$78.75. Please forward confirmation to my Dade City office at your earliest possible convenience.

Thank you for your assistance in this matter.

Sincerely,

GIBBS & PARNELL, P.A.



A. P. Gibbs

APG:pmd
Enclosures

EFFECTIVE DATE
1-6-00

FILED
00 JAN 13 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MARY ATTRIDGE, P.A.

I, the undersigned, make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a professional service corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

MARY ATTRIDGE, P.A.

ARTICLE II

BUSINESS, OBJECTS or PURPOSES

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation shall be as follows:

- (a) To engage solely and specifically in the business of carrying on the general practice of law.
- (b) To invest in real estate, mortgages, stocks, bonds or any other type of investments.
- (c) To own real and personal property necessary for the rendering of the above professional services.
- (d) In general, to have and exercise all powers conferred by the laws of Florida upon personal service corporations, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

ARTICLE III

CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the corporation shall be 7,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(c) No holder of stock of the corporation of any class shall have any preemptive or preferential right to subscribe to, purchase or receive any shares of any class of stock of the corporation, whether now or hereafter authorized, or any notes, debentures, bonds, or other securities convertible into, or carrying options or warrants to purchase, shares of any class of stock of the corporation issued or sold or proposed to be issued or sold, or with respect to which options or warrants shall be granted; but all such shares of stock of any class, or notes, debentures, bonds or other securities convertible into, or carrying options or warrants to purchase, shares of any class, may be issued and disposed of or sold by the Board of Directors on such terms and for such consideration, so far as may be permitted by law, and to such person or persons (who are qualified to be stockholders as provided in paragraph (d) of this Article) as the Board of Directors may determine.

(d) Each shareholder must be duly licensed or otherwise legally authorized to practice law in the State of Florida.

(e) No shareholder shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

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

ARTICLE V

EXISTENCE OF CORPORATION

This corporation shall begin on January 6, 2000 and shall have perpetual existence.

ARTICLE VI

PRINCIPAL OFFICE

The principal office of this corporation shall be located at 222 South Florida Street, Bushnell, Florida 33513, but the corporation shall have the power to relocate its principal office or to establish branch offices at other places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VII

BOARD OF DIRECTORS

There shall be a Board of Directors for this Corporation which shall consist of not less than one (1) and not more than three (3) members, the number of the same to be fixed by the stockholders

or by the corporate by-laws. Each of the said directors shall be of full age and shall be duly licensed or otherwise legally authorized to practice law in the State of Florida, and at least one of them shall be a citizen of the United States. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII

FIRST BOARD OF DIRECTORS

The names and street addresses of the members of the first Board of Directors of this corporation, who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office, for the first year of the existence of this corporation, or until an election is held by the stockholders for the election of permanent directors, or until their successors have been duly elected and qualified, are:

Name:

Address:

Mary Attridge

222 South Florida Street
Bushnell, FL 33513

ARTICLE IX

SUBSCRIBERS

The name and street address of the subscriber to these Articles of Incorporation are:

Name

Address

Mary Attridge

222 South Florida Street
Bushnell, FL 33513

ARTICLE X

TRANSACTIONS WITH CORPORATIONS

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, any other corporation, or are directors or officers of any other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any director of this corporation who is also a director or officer of such other corporation or member of such firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation or member of such firm, or not so interested.

ARTICLE XI

BY-LAWS

(a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided; however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu

thereof may be adopted by vote of the stockholders. No by-law which has been altered, amended or adopted by such a vote of the stockholders may be altered, amended or repealed by vote of the directors until two years shall have expired since such action by vote of such stockholders.

(b) The by-laws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of this state or of the United States.

ARTICLE XII

AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I the undersigned, have executed these Articles for the uses and purposes therein stated.


MARY ATTRIDGE

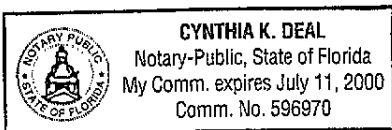
State of Florida
County of Pasco

BEFORE ME, the undersigned authority, on this 10th day of January, 2000, personally appeared Mary Attridge, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

(Seal/Expiration date):


NOTARY PUBLIC



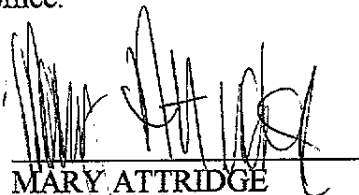
CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that MARY ATTRIDGE, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Bushnell, County of Sumter, State of Florida, has named MARY ATTRIDGE, located at 222 South Florida Street, Bushnell, Florida , County of Sumter, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (Must be signed by designated agent)

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



MARY ATTRIDGE

FILED
00 JAN 13 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA