

LAW OFFICE OF
SERBO C. SIMEONI, ESQ.
ATTORNEY AND COUNSELOR AT LAW
33920 U.S. 19 N. • SUITE 222

PALM HARBOR, FLORIDA 34684

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February 25, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-02/29/00--01012--015
*****87.50 *****87.50

RE: Simeoni & Assoc., P.A., Articles of Incorporation

Dear Sir/Madam:

Enclosed herewith please find a transmittal letter and an original and two copies of the Articles of Incorporation are enclosed. In addition, a check (#1137) made payable to the Florida Department of State in the amount of \$87.50 is enclosed in payment of the filing fee, certified copy and certificate of status. Should you have any questions regarding the foregoing, please do not hesitate to contact this office.

Thank you for your assistance in this matter.

Sincerely,
LAW OFFICE OF SERBO C. SIMEONI, ESQ.


Serbo C. Simeoni, Esq.

SCS/nsa
enc.

Articles of Incorporation
Transmittal Letter
Check # 1137

FILED
2000 FEB 28 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
SIMEONI & ASSOCIATES, P.A.**

FILED
2000 FEB 28 AM 11: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract and an Attorney at Law duly licensed to render services as such under the laws of the State of Florida, hereby presents these Articles for the formation of a corporation under the Professional Services Corporation Act, and other laws of the State Of Florida.

ARTICLE 1. NAME: The name of the corporation is: Simeoni & Associates, P.A.

ARTICLE 2. ADDRESS: The principal place of business and mailing address of the Corporation in the State of Florida is 33920 US 19 N, Suite 222, Palm Harbor, FL 34684. The Board of Directors may from time to time move the principle office to any other address in Florida and may establish branch and other offices within or without the State of Florida.

ARTICLE 3. CAPITAL STOCK: This corporation shall be authorized to issue One Thousand and no/100 Dollars (\$1,000.00) in stock as follows:

Common Stock:	\$1.00 per value
	\$1.00 per share
	A total of 1,000 shares
Preferred Stock:	No preferred stock

ARTICLE 4. REGISTERED AGENT: The name and Florida street address of the initial registered agent is Serbo C. Simeoni, 33920 U.S. 19 N., Suite 222, Palm Harbor, FL 34684.

ARTICLE 6. PURPOSE: The general nature of the business to be transacted by the Corporation is:

(a) To engage in every phase and aspect of the business of rendering the same professional services to the public that an Attorney at Law, duly licenced under the laws of the state of Florida is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licenced under the laws of the State of Florida to practice law therein.

(b) To invest the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

(c) To do everything necessary and proper for the accomplishment of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the furtherance of such purposes of the Corporation.

It is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

ARTICLE 6. TERM OF EXISTENCE: The Corporation is to exist perpetually.

ARTICLE 7. DIRECTORS: The business of the Corporation shall be managed by its Board of Directors. The number of directors constituting the entire Board shall not be less than one; and subject to such minimum, maybe increased or decreased from time to time by amendment of the By-Laws in a manner not prohibited by law. Until so changed the number shall be one.

ARTICLE 8. INITIAL DIRECTORS: The names and street addresses of the members of the first Board of Directors are;

<u>NAME</u>	<u>ADDRESS</u>
Serbo C. Simeoni, Esq	33920 U.S. 19 N. Suite 222 Palm Harbor, FL 34684

ARTICLE 9. INCORPORATOR: The name and street address of the person signing the Articles of Incorporation as a incorporator, who is an Attorney at Law, duly licensed under the laws of the State of Florida to render services as such, the number of shares of stock said person agrees to take, and the value of the consideration therefore are:

Serbo C. Simeoni, Esq	33920 U.S. 19 N. Suite 222	50 Shares
	Palm Harbor, FL 34684	

ARTICLE 10. ADDITIONAL CORPORATE POWERS: In furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes herein above stated, the Corporation shall have all the following powers:

(a) To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or corporation, joint venture, or otherwise, with any person, firm, or corporation has the direct or incidental authority to pursue.

(b) To enter into, for the benefit of its employees, one or more of the following: (i) a pension plan, (ii) a profit-sharing plan, (iii) a stock bonus plan, (vi) a thrift and savings plan, (v) a restricted stock option plan, or (vi) other retirement or incentive compensation plans.

ARTICLE 11. AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 24th day of February, 2000 for the purpose of forming this corporation under the laws of the State of Florida,

and hereby make and file this Certificate of Incorporation in the Office of the Secretary of the State of Florida and certify that the facts therein are true.



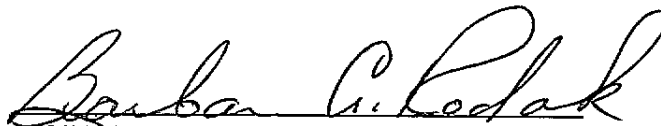
INCORPORATOR
SERBO C. SIMEONI, ESQ

STATE OF FLORIDA)

COUNTY OF PINELLAS)

BEFORE ME, The undersigned authority, personally appeared Serbo C. Simeoni, Esq, to me well known, who in my presence, has hereunto subscribed his name and signature to the foregoing Articles of Incorporation of Simeoni & Associates., P.A.

WITNESS my hand and official seal this 24 day of Feb, 2000.



NOTARY PUBLIC
My Commission Expires:



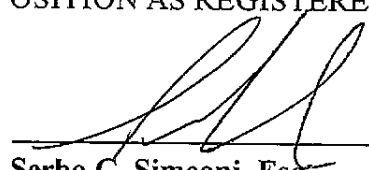
Barbara A. Rodak
MY COMMISSION # CC810749 EXPIRES
April 12, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

FILED

2000 FEB 28 AM 11:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Serbo C. Simeoni, Esq.
Registered Agent

Dated: Feb 24, 2000