CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION FOR PROFESSIONAL CORPORATION

M. LEE FAGAN, P.A.

The undersigned natural person, competent and licensed to practice law in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

I Name of Corporation, Principal Office and Mailing Address

The name of this corporation shall be M. Lee Fagan, P.A.

The principal office of this corporation shall be 3030 Hartley Road, Suite 150,

Jacksonville, Florida 32257.

The mailing address of this corporation shall be 3030 Hartley Road, Suite 150,

Jacksonville, Florida 32257.

II Purposes

The general nature and purposes of 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 its fields of specializations, as are engaged in by attorneys.
- b. To engage 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 service 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 herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

III Capital Stock

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 100 shares off common stock at \$1,000 per share par value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- c. Shares of the corporation's stock and certificates shall be issued only to 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.

IV Duration

The corporation shall have perpetual existence.

V Registered Agent

The address of this corporation's initial registered office is 3030 Hartley Road, Suite 150, Jacksonville, Florida 32257 and the name of its initial registered agent at said address is M. Lee Fagan

VI Incorporator

The name and address of the Incorporator is as follows: M. Lee Fagan, 3030 Hartley Road, Suite 150, Jacksonville, Florida 32257.

VII Board of Directors

The corporation shall have a Board of Directors consisting of one (1) person. The number of Directors may be increased or decreased from time to time by a resolution of the

majority of the Stockholders but shall never be less than one. The names and addresses of the initial Directors of this corporation are: M. Lee Fagan, 3030 Hartley Road, Suite 150, Jacksonville, Florida 32257.

VIII Informal Shareholder Action

Any action by the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX Severance and Termination of Employment

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, she/he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay her/him all amounts owing and lawfully due to her/him by the corporation, except that such shares shall not be entitled to dividends.

X Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

XI Indemnification

The corporation shall indemnity any officer or director, or any former officer or director, to the full extent permitted by law.

XII Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vesting in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in State of Florida this 10th day of March 2000.

M. Lee Fagan, Incorporator

M. Lee Fagan, Registered Agent

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was sworn to before me on this 10th day of March 2000, by M. Lee Fagan, who appeared before me. She is personally known to me.

KATHERINE J. LIPSICH
My Comm Exp. 6/14/2002
No. CC 750700
PJ Personally Known [] Other I D.

Notary Public Hurry Pulme J. U. D. S. C. L. D. D. S. C. L. D. D. S. C. L. D. S. C. L. D. S

My Commission Expires:

Acceptance of Registered Agent

I hereby accept designation as registered agent of M. LEE FAGAN, P.A.

M. Lee Fagan, Registered Agent