



ATTORNEYS AT LAW
THE ANDERSEN FIRM
A PROFESSIONAL CORPORATION

PO00000033138

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REPLY TO THE KEY WEST OFFICE

March 27, 2000

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Edwin A. Scales, III, P.A.

Dear Sir/Madam:

Please find enclosed, for filing with your office, the original and one (1) copy of the Articles of Incorporation and the original and one (1) copy of the Certification of Designation Registered Agent/Registered Office. Also enclosed is this firm's check in the amount of \$70.00 to cover the applicable filing fees.

Upon filing, please return the filed stamped original to this office in the return envelope provided for your convenience.

Please do not hesitate to contact the undersigned if you have any questions regarding this matter.

Sincerely,

THE ANDERSEN FIRM
A PROFESSIONAL CORPORATION


William E. Andersen

Enclosures

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**ARTICLES OF INCORPORATION
OF
EDWIN A. SCALES, III, P.A.**

THE UNDERSIGNED person, pursuant to Chapters 607 and 621 of the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

1. The name of the corporation is:

Edwin A. Scales, III, P.A.

2. The purpose for which the corporation is organized is to provide professional services by attorneys at law duly licensed or otherwise legally authorized within the state of Florida to render such services.

3. The complete address of the corporation's initial registered office in Florida is:

501 Whitehead Street
Key West, Florida 33040

4. The name of the initial registered agent, to be located at the address listed in paragraph 5 hereinbelow is:

William E. Andersen, Esquire

5. The name and complete address of the Incorporator is:

William E. Andersen, Esquire
THE ANDERSEN FIRM
A Professional Corporation
501 Whitehead Street
Key West, Florida 33040

6. The complete address of the corporation's principal office and mailing address of this corporation is:

201 Front Street, #110
Key West, Florida 33040

7. The corporation is for profit.

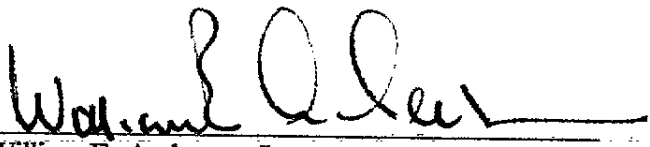
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CLERK OF COURT
HALLANDALE BEACH, FLORIDA

8. The name and address of each person serving as an initial director is:

Edwin A. Scales, III
201 Front Street, #110
Key West, Florida 33040

9. The number of shares of stock that the corporation shall have outstanding at any one time is one thousand (1,000) shares having a par value of one cent (\$0.01).

DATED this the 27th day of March, 2000.



William E. Andersen, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the law of the State of Florida, submits the following statement in designating the registered agent / registered office, in the state of Florida.

1. The name of the Corporation is:

Edwin A. Scales, III, P.A.

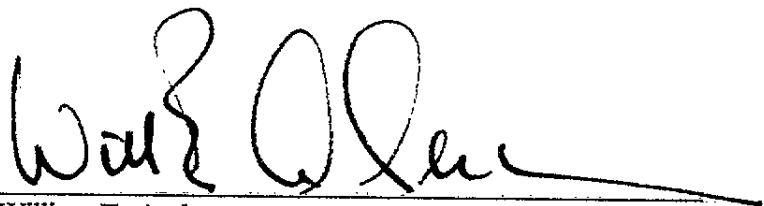
2. The name and address of the registered agent and office is:

William E. Andersen, Esquire
THE ANDERSEN FIRM
A Professional Corporation
501 Whitehead Street
Key West, Florida 33040

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TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

DATED this the 27th day of March, 2000.



William E. Andersen