

Lopez & Kelly, P.A.
Attorneys at Law

AL R. LOPEZ, JR.
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August 10, 2000

P00000078361

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of: 400003355854--1
Patricia Kelly, P.A. -08/15/00--01004--011
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed for filing please find an original and one (1)
copy of the Articles of Incorporation for:

Patricia Kelly, P.A.

I am also enclosing my check in the amount of \$78.75
for filing fees incurred.

Should you have any questions or require any additional
information regarding the above, please do not hesitate to contact
me.

Thank you for your prompt attention to this matter.

Sincerely,


Mark P. Kelly

MPK/aig

Encls.

FILED
00 AUG 14 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN AUG 1 8 2000

**ARTICLES OF INCORPORATION
OF
PATRICIA KELLY, P.A.
A FLORIDA PROFESSIONAL CORPORATION**

FILED
00 AUG 14 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, competent and licensed to practice as an attorney 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 Statutes, Professional Service Corporation and Limited Liability Company Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I
Name of Corporation, Principal Place of Business
and Mailing Address

*The name of this Corporation shall be **PATRICIA KELLY, P.A.** and the initial street address of its principal place of business shall be 4600 W. Cypress Street, Suite 500, Tampa, Florida 33607.*

ARTICLE 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 licensed to practice in the State of Florida.*

(b) *To engage and render the professional services of an attorney 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 a lawyer as will be rendered by this corporation.*

(c) *To engage in no other business other than the rendition of the professional attorney services specified herein.*

(d) *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.*

ARTICLE III
Capital Stock

(a) *The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock at \$1.00 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 realtors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

ARTICLE IV
Duration

The corporation shall have perpetual existence.

ARTICLE V
Registered Agent

The address of this corporation's initial registered office is 4600 W. Cypress Street, Suite 500, Tampa, Florida 33607 and the name of its initial registered agent at said address is AL R. LOPEZ, JR., ESQ.

ARTICLE VI
Incorporator

The name and address of the Incorporator is as follows:

PATRICIA KELLY
4600 W. Cypress Street, Suite 500
Tampa, Florida 33607

ARTICLE VII
Board of Directors

The corporation shall initially have a Board of Directors consisting of one (1) person(s). 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:

PATRICIA KELLY
4600 W. Cypress Street, Suite 500
Tampa, Florida 33607

ARTICLE VIII
Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by the required majority of the Shareholders entitled to vote upon

such action at a meeting, severally or collectively, and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE 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, 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 him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends. The purchase of such shares shall be at a price and in accordance with payment terms as may be established by written agreement in effect between the shareholders of this Corporation.

ARTICLE X
Informal Director Action

If the required majority 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.

ARTICLE XI
Indemnification

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

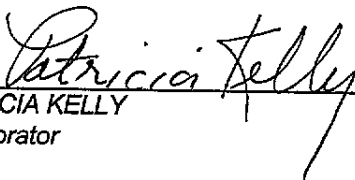
ARTICLE XII
Bylaw Amendment

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

ARTICLE XIII
Proxies

No Shareholder may enter into a proxy, voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any of his or her stock in the Corporation.

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

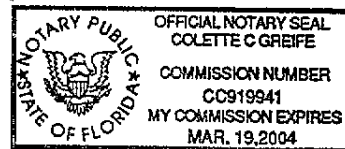

PATRICIA KELLY
Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared **PATRICIA KELLY**, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and she acknowledged to and before me that she executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Tampa in the said County and State, this 10th day of August, 2000.

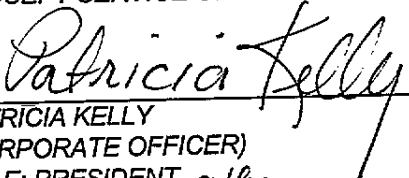

NOTARY PUBLIC
State of Florida at Large
My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED


IN COMPLIANCE WITH SECTIONS 48.091 and 607.034, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST--THAT **PATRICIA KELLY, P.A.** DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF
THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF TAMPA,
STATE OF FLORIDA, HAS NAMED AL R. LOPEZ, JR., LOCATED AT 4600 W. CYPRESS STREET, SUITE
500, TAMPA, FLORIDA 33607, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.



PATRICIA KELLY
(CORPORATE OFFICER)
TITLE: PRESIDENT
DATE: AUGUST 10th, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 ALL MATTERS.



AL R. LOPEZ, JR.
(RESIDENT AGENT)
DATE: AUGUST 10, 2000

FILED
00 AUG 14 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA