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J.D. DiLorenzo

Attorney at Law

Carol R. McKinsey
Work Comp Specialist
Cathy L. Smith
Certified Legal Assistant

500 SE Ft. King Street
PO Box 2138
Ocala, FL 34478

(352) 671-6700
(352) 671-6777 Fax
(866)-671-6700 Toll Free

September 18, 1998

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

Re: J.D. DiLorenzo, P.A.

500003403515-3
03/25/00-01144-014
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed herewith for filing please find an original and one copy of the Articles of Incorporation with regard to the above corporation.

Also enclosed is my check in the amount of \$78.75, payable to the Department of State, representing \$35.00 filing fee, \$35.00 registered agent fee, and \$8.75 for a certificate under seal for the Articles of Incorporation.

Thank you for your assistance and cooperation in this matter. Should you have any comments or questions, please feel free to contact me.

Sincerely,



J.D. DiLorenzo

Enclosure

FILED
00 SEP 25 AM 10:59
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

**J.D. DiLorenzo, P.A.
A PROFESSIONAL ASSOCIATION**

The undersigned, who is duly licensed to practice law in the State of Florida, desiring to form a professional corporation in accordance with Chapter 607 of the Florida Statutes and the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation:

ARTICLE ONE NAME

The name of the corporation shall be: J.D. DiLorenzo, P.A..

ARTICLE TWO REGISTERED OFFICE AND AGENT

The location and address of the Corporation's initial registered office in Florida is:

500 SE Ft. King Street
OCALA, FLORIDA 34478-2138

The initial registered agent at the registered office is: J.D. DiLorenzo.

ARTICLE THREE PURPOSE

The purpose for which the Corporation is organized shall be to engage in the practice of law within the State of Florida, and to take all actions that are necessary or proper in connection with that practice.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 25 AM 10:59

FILED

ARTICLE FOUR DURATION

The term of existence of the Corporation is perpetual.

ARTICLE FIVE PROFESSIONAL SERVICES

The professional services of the Corporation shall be rendered only through officers, employees, and agents who are duly licensed or otherwise legally authorized to practice law within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by this Corporation, acting through its duly elected officers. This provision shall not be applicable to the extent it is in conflict with the law or the professional rules of legal practice.

ARTICLE SIX INCORPORATOR

The name and post office address of the incorporator is:

J.D. DiLorenzo
500 SE Ft. King Street
P.O. Box 2138
Ocala, Florida 34470

ARTICLE SEVEN DIRECTORS

The Board of Directors shall consist of one member. The name and address of the first Board of Director is: J.D. DiLorenzo

ARTICLE EIGHT CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to have outstanding is 1000, all of which shall be common shares with par value of \$1.00 per share.

**ARTICLE NINE
STATED CAPITAL**

The amount of capital with which the Corporation shall begin business is \$1000.

**ARTICLE TEN
AMENDMENT OF ARTICLES**

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

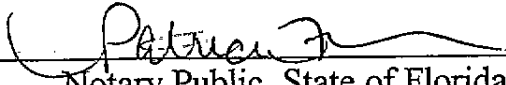
IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the _____ day of _____, 20____.


J.D. DiLorenzo

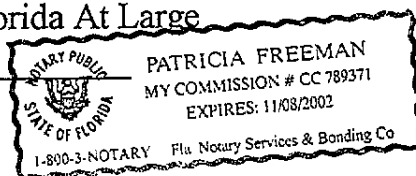
STATE OF FLORIDA
COUNTY OF Union

The foregoing instrument was acknowledged before me this 21 day of Sept, 2000, by J.D. DiLorenzo, who is personally known to me or who has produced _____ as identification and who did take an oath.

[SEAL]



Notary Public, State of Florida At Large
Serial Number _____



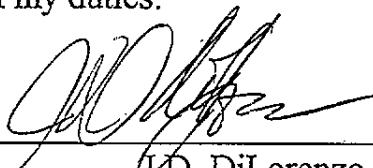
CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AN AGENT UPON WHOM PROCESS MAY BE SERVED, AND ACCEPTANCE BY REGISTERED AGENT.

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

That J.D. DiLorenzo, P.A., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the city of Ocala, County of Marion and State of Florida has named J.D. DiLorenzo as its agent to accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

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 my duties.



J.D. DiLorenzo
REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 25 AM 10:59

FILED

9/22/00
DATE