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MARVIN, CRANE, SMITH & ALONZO, P.A.
47 EAST OCEAN BOULEVARD
STUART, FLORIDA 34994

(561) 781 - 1873 (Martin/St. Lucie)
(561) 547 - 3992 (Palm Beach)
FAX (561) 781 - 1875

Cynthia Grooms Marvin
Jeffrey A. Smith

Blake Crane
Edmond Alonzo

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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September 19, 2000

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation

Dear Sir/Madam:

Enclosed please find articles of incorporation and registration of agent for filing with your agency. Additionally, a check for \$78.75 is including as the filing fee. If any additional items are needed do not hesitate to contact us.

Sincerely,



Blake Crane

F. CHESTER SEP 28 2000

ARTICLES OF INCORPORATION

The undersigned incorporators, each of whom is licensed or otherwise legally authorized to practice law in the State of Florida, associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

Article I Name

The name of the Corporation is: Marvin, Crane, Smith & Alonzo, P.A.

Article II Principal Office and Initial Registered Agent

The principal place of business and mailing address of this corporation is 411 East Osceola, City of Stuart, County of Martin, State of Florida, 34994. The name of the initial registered agent of the corporation, located at that office, is Blake Crane.

Article III Duration

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as provided in these articles.

Article IV Purpose

This corporation is organized for the following purposes:

- a. To engage in the practice of law as a professional law corporation and to carry on services incident to the practice of law. The practice of law is the sole and exclusive professional service to be rendered by this corporation.
- b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.
- c. The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom has been admitted to the bar of, and is duly authorized to practice law in, the State of Florida.

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Article V
Capital Stock

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 24 shares. These shares shall be of a single class of common stock, and shall have a value of \$2.00 per share.

Article VI
Capitalization

The amount of capital with which the corporation will begin to practice the profession of law is not less than \$15,000.

Article VII
Corporate Powers

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the State of Florida, including, but not limited to, the following: contract for goods and services, own and/or sell property, investing.

Article VIII
Incorporators

The name and street address of each person signing these articles of incorporation as an incorporator is:

Cynthia Grooms Marvin	411 East Osceola, Stuart, FL 34994
Blake Crane	411 East Osceola, Stuart, FL 34994
Jeffrey A. Smith	411 East Osceola, Stuart, FL 34994
Edmond Alonzo	411 East Osceola, Stuart, FL 34994

Article IX
Directors

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is four (4), and the names and addresses of the initial directors are:

Cynthia Grooms Marvin	411 East Osceola, Stuart, FL 34994
Blake Crane	411 East Osceola, Stuart, FL 34994
Jeffrey A. Smith	411 East Osceola, Stuart, FL 34994

Edmond Alonzo

411 East Osceola, Stuart, FL 34994

The initial directors shall hold office until their successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be three (3) years, and until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

Article X Bylaws

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 365 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three-fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

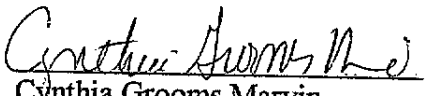
Article XI Dissolution

The corporation may be dissolved at any time by the affirmative vote of the shareholders of at least three-fourths of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

Article XII Conflict Clause

Anything contained herein that is in conflict with the partnership agreement will be deemed void and the partnership agreement signed between the parties will govern to the extent permissible by law.


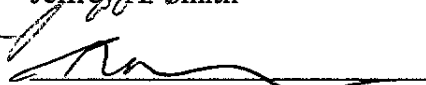
The undersigned incorporators of this corporation, have executed these articles of incorporation at Stuart, Martin County, State of Florida, this the 5th day of September, 2000.


Cynthia Grooms Marvin


Blake Crane

09/05/00
Date

9.5.00
Date


Jeffrey A. Smith

Edmond Alonzo

9/5/00
Date
9/5/00
Date

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 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.


Signature/Registered Agent

9.5.00
Date

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TALLAHASSEE, FLORIDA

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