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REFERENCE ;

101818 7182759

AUTHORIZATION

COST LIMIT : \$ 78.75

ORDER DATE: April 3, 2001

ORDER TIME : 11:03 AM

ORDER NO. : 101513-005

600003952856--1

CUSTOMER NO: 7181759

CUSTOMER: Lisa Delio, Legal Asst

XX ARTICLES OF INCORPORATION

The Smith Law Firm

330 Whitehead Street

Key West, FL 33040

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DOMESTIC FILING

NAME:

GIOVANA L. UPSON, A

PROFESSIONAL ASSOCIATON

EFFECTIVE DATE:

CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING
CONTACT PERSON: Cindy Harris - EXT. 1137 EXAMINER'S INITIALS.

OI APR -3 PH 12: 07
DIVISION OF COMPERCIONS
DIVISION OF COMPERCIONS

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ARTICLES OF INCORPORATION

FILED

OF

2001 APR -3 PM 2: 04

GIOVANA L. UPSON, Professional Association TALLAHASSEE FLORIDA

The undersigned incorporator to these Articles of Incorporation, an attorney at law who is duly licensed to render services as such under the laws of the State of Florida, hereby forms a professional corporation for profit pursuant to the provisions of the Professional Service Corporation and Limited Liability Company Act and other laws of the State of Florida.

<u>ARTICLE I - NAME</u>

The name of this corporation shall be:

Giovana L. Upson, Professional Association

ARTICLE II - ADDRESS

The mailing address of this corporation is 425 Eaton Street, Suite A, Key West, Florida 33040.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business of a professional corporation organized under the Professional Service Corporation and Limited Liability Company Act of the State of Florida engaged in the practice of law.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, par value one dollar (\$1.00) per share.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered agent and the street address of the initial registered office of this corporation shall be:

Giovana L. Upson 425 Eaton Street, Suite A Key West, Florida 33040

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The numbers of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Giovana L. Upson 425 Eaton Street, Suite A Key West, Florida 33040

ARTICLE VII - INCORPORATOR

The name and address of the person signing these articles of incorporation is:

Giovana L. Upson 425 Eaton Street, Suite A Key West, Florida 33040

IN WITNESS WHEREOF, the undersigned, as incorporator has executed the foregoing articles of incorporation this day of April 2001.

GIOVANA L. UPSON Incorporator

STATE OF FLORIDA)

SSS::

COUNTY OF MONROE)

The foregoing instrument was acknowledged before me this day of April, 2001, by Giovana L.

Upson, who is personally known to me.

Notary Public - State of Florida

Keith W Upson

My Commission CC754986

Expires June 28, 2002

CERTIFICATION DESIGNATING THE ADDRESS

f li ED

AND AN AGENT UPON WHO PROCESS MAY BE SERVED 2001 APR -3 PM 2: 04

SECHE MARY OF STATE

TALLAHASSEE FLUI

WITNESSETH:

That Giovana L. Upson, Professional Association, desiring to organize under the law of the State of Florida, which will have its principal office in Florida, has named Giovana L. Upson located at 425 Eaton Street, Suite A, Key West, Florida 33040, its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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 accept the duties and obligations of Section 607.0505, Florida Statutes.

DATED: This 30 day of March, 2001.

Giovana L. Upson Registered Agent

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