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July 12, 2001

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-07/24/01--01058--003
*****87.50 *****87.50

Re: *Incorporation of Brian P. Battaglia, P.A.*

To Whom It May Concern:

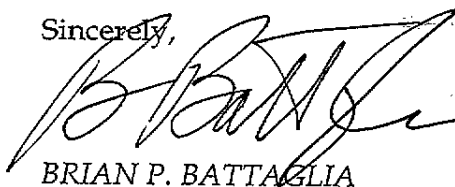
Enclosed please find a check made payable to the *Florida Department of State* in the amount of \$87.50 for the filing fee, certified copy and Certificate of Status along with an original and three (3) copies of the *Articles of Incorporation of Brian P. Battaglia, P.A.*

We would appreciate it if you could please forward in the self-addressed stamped envelope, the certified copies of the Articles of Incorporation and Certificate of Status.

If you have any questions, please feel free to contact me.

Thank you very much.

Sincerely,



BRIAN P. BATTAGLIA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUL 24 AM 9:59

FILED

Enclosures
BPB/kf

This portion can be removed for Recipient's records.

7/12/01

FedEx Tracking Number

818516997438

Mr's

Brian P. Battaglia, Esq.

Phone 727 381-2300

Company

BATTAGLIA ROSS DICUS & WEIN

Address

980 TYRONE BLVD N

SAINT PETERSBURG

State

FL

ZIP

33710

Dept./Room/State/Room

Internal Billing Reference

010223

251280

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**ARTICLES OF INCORPORATION
OF
BRIAN P. BATTAGLIA, P.A.**

FILED
01 JUL 24 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, competent and licensed to practice law 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 Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME OF CORPORATION, PRINCIPAL OFFICE AND MAILING
ADDRESS**

The name of the corporation shall be Suite 403, 1230 South Myrtle Avenue, Clearwater, Florida 33757.

The principal office of this corporation shall be Suite 403, 1230 South Myrtle Avenue, Clearwater, Florida 33757.

The mailing address of this corporation shall be Suite 403, 1230 South Myrtle Avenue, Clearwater, Florida 33757.

**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 in all fields of specializations, as are engaged in by attorneys at law.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be attorneys at law in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. 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 two (200) 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, property, labor or services.
- c. Shares of the corporation's stock and certificates shall be issued only to attorneys at law 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 agent's office is:
Suite 403, 1230 South Myrtle Avenue, Clearwater, Florida 33757.

And the name of its initial registered agent at said address is:

Brian P. Battaglia, Esq.

**ARTICLE IV
INCORPORATOR**

The name and address of the incorporator is as follows:

Brian P. Battaglia, Esq.
Suite 403
1230 South Myrtle Avenue
Clearwater, Florida 33757

**ARTICLE VII
BOARD OF DIRECTORS**

The corporation shall have a Board of Directors consisting of one (1) person. 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 (1). The name and address of the initial Board of Directors is:

Name: Brian P. Battaglia, Esq.
Address: Suite 403
1230 South Myrtle Avenue
Clearwater, Florida 33757

**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 all of the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

**ARTICLE IX
SEVERANCE AND TERMINATION OF EMPLOYMENT**

If any officer, stockholder, agent or employee of the 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 or her continued rendering of such professional services, he or she 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 or her all amounts owing and lawfully due to him or her by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE X INFORMAL DIRECTOR ACTION

If all 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 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 is in compliance with the laws of the State of Florida governing a professional service corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 12th day of July, 2001.


Brian P. Battaglia,

Incorporator

State of Florida
County of Pinellas

BEFORE ME, the undersigned authority, personally appeared Brian P. Battaglia who is personally known to me or provided _____ as identification and who executed the foregoing Articles of Incorporation in my presence. **IN WITNESS WHEREOF**, I have hereunto set my hand and seal this 12th day of July, 2001.



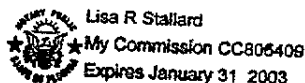
Lisa R. Stallard
Notary Public
My commission expires:

I HEREBY ACKNOWLEDGE that I am familiar with and accept the duties and responsibilities as Registered Agent for the corporation.

B. Battaglia
Brian P. Battaglia
Registered Agent

State of Florida
County of Pinellas

BEFORE ME, the undersigned authority, personally appeared Brian P. Battaglia who is personally known to me or provided _____ as identification and who executed the foregoing Articles of Incorporation in my presence. **IN WITNESS WHEREOF**, I have hereunto set my hand and seal this 12th day of July, 2001.



Lisa R. Stallard
Notary Public
My commission expires: