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JACK W. MERRITT

ATTORNEY AT LAW

Southbridge Office Park

1505 South Tamiami Trail, Suite 405

VENICE, FLORIDA 34292

EMAIL: jmerritt@merrittlaw.net

WRITER'S TELEPHONE
941-953-4140
FAX: 941-496-8870

LICENSED IN
FLORIDA
MARYLAND

August 6, 2001

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*****78.75 *****78.75

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

EFFECTIVE DATE
8-7-01

Subject Proposed Corporate Name: JACK W. MERRITT, P.A.

Dear Sir or Madam:

Enclosed is one (1) original and one (1) copy of the Articles of Incorporation and a check for \$78.75 to pay for the Filing Fee, Designation of Registered Agent and a Certified Copy.

FROM: JACK W. MERRITT
ATTORNEY AT LAW
SOUTHBRIDGE OFFICE PARK
1505 SOUTH TAMIAMI TRAIL
SUITE 405
VENICE, FLORIDA 34292
(941) 953-4140

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Regards,



Jack W. Merritt, Esquire

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**ARTICLES OF INCORPORATION
OF
JACK W. MERRITT, P.A.**

We, the undersigned, hereby associate ourselves together for the, purpose of becoming a professional corporation for profit under the provisions of Chapter 621 of the laws of the State of Florida, and pursuant to the following articles of incorporation:

ARTICLE I.

The name of this corporation shall be JACK W. MERRITT, P. A. The physical business address, the mailing address as well as the principal office of the corporation shall be 1505 South Tamiami Trail, Suite 405, Venice, Florida 34292.

ARTICLE II.

The general nature of the business to be transacted by the corporation shall be to engage in every aspect of the general practice of law. The professional services involved in the corporation's practice of law may be rendered only through its officers, agents and employees who are active members of The Florida Bar in good standing. This corporation shall not engage in any business other than the practice of law. However, this corporation may invest its funds earned directly from the practice of law in real estate, mortgages, stocks, bonds and any other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby. It is expressly stated that the corporation may not perform any service that violates Florida Statutes, including specifically but not excluding, Florida Statutes Chapters 607 and 621.

ARTICLE III.

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one hundred (100) shares of common stock with a par value of \$0.01 (one cent) per share. All stock issued shall be fully paid and non-assessable. The stockholders shall have no preemptive rights with respect to any of the stock of the corporation,

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and the corporation may issue and sell its stock from time to time without offering such shares to the stockholders then holding shares of stock. Shares of the corporation's stock and certificates therefore shall be issued only to active members of The Florida Bar in good standing and shall be fully paid and non-assessable.

ARTICLE IV.

The street address of the initial registered office of this corporation is 1505 South Tamiami Trail, Suite 405, Venice, Florida, 34292, and the name of the initial registered agent of this corporation at that address is JACK W. MERRITT.

ARTICLE V.

The corporation shall have perpetual existence unless otherwise dissolved by a vote of the shareholders as hereafter provided.

ARTICLE VI.

The business of this corporation shall be conducted by a board of directors, that will consist of one or more shareholders, the exact number of said board of directors is to be fixed from time to time by the bylaws of this corporation. The number of the directors of this corporation shall be not less than one and no more than three.

ARTICLE VII.

The name and address of the one (1) member of the first Board of Directors and their respective offices who, subject to the provisions of the by-laws and these articles of incorporation, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

NAME	TITLE	ADDRESS
Jack W. Merritt	President	1505 S. Tamiami Trail, Suite 405, Venice, Florida, 34292

Jack W. Merritt	Secretary	1505 S. Tamiami Trail, Suite 405, Venice, Florida, 34292
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ARTICLE VIII.

The names and addresses of each subscriber to these articles of incorporation are as follows:

NAME	TITLE	ADDRESS
Jack W. Merritt	President	1505 S. Tamiami Trail, Suite 405, Venice, Florida, 34292

ARTICLE IX.

The initial director shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 60 days following the issuance of the Certificate of Incorporation. Following the adoption of said bylaws by the shareholder, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.


ARTICLE X.

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner prescribed by law or as may be specified in the bylaws, and all rights conferred on stockholders herein are granted subject to this reservation.

ARTICLE XI.

These Articles of Incorporation will become effective August 7, 2001.


IN WITNESS WHEREOF, the undersigned subscribing incorporator, have hereunto set his hands and seals this 2nd day August 2001, for the purpose of forming this corporation under the laws of the State of Florida and we hereby make subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida these articles of incorporation and certify that the facts herein stated are true.

 (Seal)
Jack W. Merritt

STATE OF FLORIDA
COUNTY OF CHARLOTTTE

The foregoing instrument was acknowledged before me this 2nd day of August 2001, by Jack W. Merritt who is personally known to me or has shown me adequate identification demonstrating his identity.

My commission expires:


Notary Public

Printed Name of Notary Cameron C. Sorah

Commission, Seal or Serial Number (if applicable): _____



Cameron C. Sorah
Commission # CC 902465
Expires Jan. 17, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

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

Pursuant to Florida Statutes, Section 48.091, the following is submitted, in compliance therewith:

That, JACK W. MERRITT, 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 Venice, Florida, County of Sarasota, State of Florida, has named:

JACK W. MERRITT

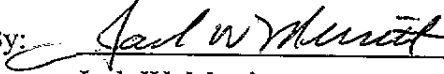
located at 1505 S. Tamiami Trail, Suite 405, Venice, County of Sarasota, State of Florida, as its agent to accept service of process within this state.

JACK W. MERRITT, P.A.,

By: 
Jack W. Merritt, President

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said law relative to keeping open said office.

By: 
Jack W. Merritt

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