



P01000080130

HESS & O'LOUGHLIN, P.A.

EPHRAIM ROY HESS, ATTORNEY
COLLEEN KATHRYN O'LOUGHLIN, ATTORNEY

August 21, 2001

Via U.S. Express Mail No. EI1622397894US

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

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Re: Hess & O'Loughlin, P.A., Document Number P01000080130
Articles of Correction

Dear Sir and/or Madam:

Enclosed please find a copy of the Electronic Articles of Incorporation For
HESS & O'LOUGHLIN, P.A., filed online on 8/14/01.

We have also enclosed Hess & O'Loughlin, P.A.'s Articles of Correction to
correct the above Electronic Articles of Incorporation, and a check in the
amount of \$52.50, payable to Department of State, to pay for the \$35.00
filing fee and the \$17.50 for two certified copies (\$8.75 each).

Please mail the certified copies and/or any other related correspondence to
Hess & O'Loughlin, P.A., 50 N.E. 26th Avenue, Suite 311, Pompano Beach,
Florida 33062.

Should you have any questions, please do not hesitate to contact us at (954)
942-5577.

Very truly yours,

Colleen Kathryn O'Loughlin
Director/Subscriber

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 AUG 22 AM 11:21

ART. of Correction

V. SHEPARD AUG 28 2001



HESS & O'LOUGHLIN, P.A.

EPHRAIM ROY HESS, ATTORNEY
COLLEEN KATHRYN O'LOUGHLIN, ATTORNEY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
01 AUG 22 AM 11:21

Hess & O'Loughlin, P.A.'s Articles of Correction:

(These Articles of Correction Correct the Attached Electronic Articles of Incorporation for HESS & O'LOUGHILN, P.A. (Comprising of 2 pages) Filed Online on 8-14-01)

The undersigned subscribers to these Articles of Correction, being duly licensed to practice law under the laws of the state of Florida, adopt these Articles of Correction to correct the Electronic Articles of Incorporation for HESS & O'LOUGHLIN, P.A. ("initial articles") which were filed on 8-14-01 to form this corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

Article III: Corporate Purpose:

The incorrect statement is: "The purpose for which this corporation is organized is: PRACTICE OF LAW." This statement is incorrect because it is not the *complete* statement regarding the corporate purpose, and/or the incorporators' intent regarding the same. At the time the initial articles were filed online, the incorporators believed that this was an optional article, and/or were not prepared to draft this article, and/or to fit the corporate purpose within the online limitations of 240 characters.

The correct corporate purpose statement is the following:

This professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, this corporation may invest the funds of this corporation in real estate, mortgages, stocks, bonds, and/or any other type of investment, and/or own real and/or personal property necessary for the rendering of professional services.

Article IV: Corporate Stock Shares:

The incorrect statement is: "The number of shares the corporation is authorized to issue is: 2" This statement is incorrect because it is not the *complete* statement regarding the corporate stock shares, and/or the incorporators' intent regarding the same. At the time the initial articles were filed online, the incorporators were limited by the online filing forms, believed that the online filing forms would only accept the amount of shares,

and/or did not believe that the online forms would accept information regarding the par value and/or any restrictions of the shares.

The correct statement of corporate stock shares is the following:

The capital stock of the professional service corporation shall be two (2) shares of common stock having a par value of \$1.00 per share.

None of the shares of this professional service corporation may be issued to anyone other than an individual duly licensed to practice law in the state of Florida, but the shares may be issued to an individual, who, in addition to meeting the requirement of being duly licensed to practice law in the state of Florida, is also duly licensed to practice law in a state(s) other than Florida.

Article VI: Incorporator Name and Address:

The incorrect statement is: "The name and address of the incorporator is: EPHRAIM R. HESS 50 N.E. 26TH AVENUE, SUITE 311 POMPANO BEACH, FLORIDA 33062" This statement is incorrect because it is not the *complete* statement regarding the names and addresses of the incorporators. At the time the initial articles were filed online, the incorporators were limited by the online filing forms, believed that the online filing forms would only accept one incorporator, and/or did not believe the online filing forms would accept the names and addresses of both of the incorporators of this corporation.

The correct statement of the incorporators' names and addresses is the following:

Ephraim R. Hess	and	Colleen Kathryn O'Loughlin
50 N.E. 26 th Avenue		50 N.E. 26 th Avenue
Suite 311		Suite 311
Pompano Beach, Florida 33062		Pompano Beach, Florida 33062

Additional Articles:

The incorrect statement is that there are no additional articles included in the attached Electronic Articles of Incorporation for HESS & O'LOUGHILN, P.A. ("initial articles") which were filed online on 8-14-01 by the above incorporators. The statement and/or lack of any additional articles is incorrect because it is not a complete statement of the incorporators' intent

and/or of this corporations' articles of incorporation. At the time the initial articles were filed online, the incorporators were unfamiliar with the online filing forms, and/or did not understand where and/or how to include additional articles; thereby, inadvertently omitting additional articles which should have been included and filed with the initial articles of incorporation.

The following articles should be added to correct the online filing:

Article VIII: Term Of Existence

This professional service corporation shall have perpetual existence starting on August 15, 2001, since the articles of incorporation were filed, online with the Florida Department of State, after 5:00 p.m. on August 14, 2001.

Article IX: Subscribers

The names and addresses of the persons signing these articles of incorporation as subscribers are the following:

Ephraim R. Hess	and	Colleen Kathryn O'Loughlin
50 N.E. 26 th Avenue		50 N.E. 26 th Avenue
Suite 311		Suite 311
Pompano Beach, Florida 33062		Pompano Beach, Florida 33062

Article X: Restraint On Alienation Of Shares

The shareholders of this professional service corporation shall have the power to include in the bylaws, and/or by separate agreement adopted by all of the shareholders of this professional service corporation, any regulatory and/or restrictive provisions regarding the proposed sale, transfer, and/or other disposition of any of the outstanding stock of this professional service corporation by any of its shareholders, and/or in the event of the death of any of its shareholders. The manner and/or form, as well as the relevant terms, conditions, and/or details, of the disposition of any of the outstanding stock of this professional service corporation shall be determined by all of the shareholders of this professional service corporation. Shareholders of this professional service corporation may *only* sell, and/or transfer stock of this professional service corporation to an individual who is duly licensed to practice law in the state of Florida, and/or to an individual, who, in addition to meeting the requirement of being duly licensed to practice law in the

state of Florida, is also duly licensed to practice law in a state(s) other than Florida. No shareholders shall assign, encumber, pledge, transfer, and/or otherwise dispose of any of his or her share of the stock of this professional service corporation to any person, other than to this professional service corporation, *without receiving the prior written consent of the other shareholders.*

Article XI: Amendment

The corporation reserves the right to amend and/or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Subscribers and Directors executed these articles of correction on August 21, 2001.

By: Colleen Kathryn O'Loughlin
Colleen Kathryn O'Loughlin, Attorney at Law
Subscriber

By: Ephraim R. Hess
Ephraim R. Hess, Esquire
Subscriber

Hess & O'Loughlin, P.A.

By: Colleen Kathryn O'Loughlin
Colleen Kathryn O'Loughlin, Attorney at Law
Director

By: Ephraim R. Hess
Ephraim R. Hess, Esquire
Director

**Electronic Articles of Incorporation
For**

**P01000080130
FILED
August 14, 2001
Sec. Of State**

HESS & O'LOUGHLIN, P.A.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

HESS & O'LOUGHLIN, P.A.

Article II

The principal place of business address:

50 N.E. 26TH AVENUE
SUITE 311
POMPANO BEACH, FL. 33062

The mailing address of the corporation is:

50 N.E. 26TH AVENUE
SUITE 311
POMPANO BEACH, FL. 33062

Article III

The purpose for which this corporation is organized is:

PRACTICE OF LAW.

Article IV

The number of shares the corporation is authorized to issue is:

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Article V

The name and Florida street address of the registered agent is:

EPHRAIM R HESS
50 N.E. 26TH AVENUE
SUITE 311
POMPANO BEACH, FL. 33062

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: EPHRAIM R. HESS

Article VI

The name and address of the incorporator is:

EPHRAIM R. HESS
50 N.E. 26TH AVENUE, SUITE 311
POMPANO BEACH, FLORIDA 33062

Incorporator Signature: EPHRAIM R. HESS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D
EPHRAIM R HESS
50 N.E. 26TH AVENUE, SUITE 311
POMPANO BEACH, FL. 33062

Title: D
COLLEEN K O'LOUGHLIN
50 N.E. 26TH AVENUE, SUITE 311
POMPANO BEACH, FL. 33062