

P01000093092

Michael L. Smith
5542 Cinderlane Parkway, Apt D
Orlando, FL 32808
407-291-1618

MAILED
01 SEP 24 PM 12:24
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

September 17, 2001

Ms. Doris Brown
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

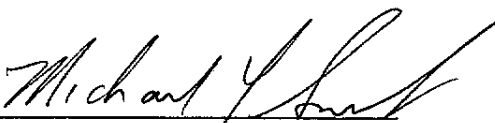
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Re: Michael L. Smith, PA

Dear Ms. Brown:

I have enclosed the amended Articles of Incorporation for Michael L. Smith, P.A. as well as the Acceptance of Registered Agent. You already have my check to cover the filing fee in your office according to our phone conversation of September 14, 2001. Thank you for your assistance in this matter.

Sincerely,


Michael L. Smith

Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 10, 2001

MICHAEL L. SMITH
5542 CINDERLANE PARKWAY, APT D
ORLANDO, FL 32808

SUBJECT: MICHAEL L. SMITH, PA
Ref. Number: W01000021012

We have received your document for MICHAEL L. SMITH, PA, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6924.

Kimberly Rolfe
Corporate Specialist Supervisor
New Filings Section

Letter Number: 301A00050839

ARTICLES OF INCORPORATION
OF
MICHAEL L. SMITH, P.A.
A PROFESSIONAL CORPORATION

FILED
01 SEP 24 PM 12:24
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

The undersigned, who is duly licensed to practice law in the State of Florida, a citizen of the United States and the State of Florida, and desiring to form a professional corporation in accordance with Chapter 607 of the Florida Statutes and the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the Corporation shall be Michael L. Smith, P.A.

ARTICLE TWO
PRINCIPLE LOCATION

The principle place of business of the Corporation and mailing address is:

37 N. Orange Ave., Suite 500
Orlando, FL 32801

located in the City of Orlando, Orange County, Florida.

ARTICLE THREE
PURPOSE

The purpose for which the Corporation is organized shall be to engage in the practice of law within the State of Florida, and to take all actions that are necessary or proper in connection with that practice.

ARTICLE FOUR
STOCK

The Corporation is authorized to issue 75 shares of stock, all of which shall be common shares without a par value. The Corporation shall only issue stock to individuals who are also residents that are duly licensed or otherwise legally authorized to practice law within the State of Florida. Stockholders shall only transfer their shares to other individuals who are also residents. The incorporator shall have the right of first refusal on the transfer of any shares by the stockholders.

ARTICLE FIVE
DIRECTORS/OFFICERS

The business of the Corporation shall be managed by the shareholders of the Corporation rather than by a Board of Directors.

ARTICLE SIX
INITIAL REGISTERED AGENT

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

Michael L. Smith
5542 Cinderlane Parkway, Apt. D
Orlando, FL 32808

ARTICLE SEVEN
INCORPORATOR

The name and address of the Incorporator is:

Michael L. Smith
5542 Cinderlane Parkway, Apt. D
Orlando, FL 32808.

ARTICLE EIGHT
DURATION

The term of existence of the Corporation is perpetual.

ARTICLE NINE
PROFESSIONAL SERVICES

The professional services of the Corporation shall be rendered only through its shareholders, employees, and agents who are duly licensed or otherwise legally authorized to practice law within the State of Florida. Professional services shall be rendered in each case by the shareholder, employee, or agent designated solely by this Corporation, acting through its shareholders. This provision shall not be applicable to the extent it is in conflict with the law or the professional rules of law practice.

ARTICLE TEN
AMENDMENT OF ARTICLES

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of

shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 17 day of September.

Michael L. Smith
Michael L. Smith
Incorporator

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Michael L. Smith
Registered Agent

September 17, 2001
Date

FILED
01 SEP 24 PM 12:24
NOTARY PUBLIC STATE OF FLORIDA

STATE OF FLORIDA
COUNTY OF ORANGE

On 17th Sept 01, before me Michael J. Smith, the undersigned officer, personally appeared Michael L. Smith, known to me to be the person whose name is subscribed to this document, and acknowledged that he executed the document for the purposes contained within it.

IN WITNESS WHEREOF, I sign here and set my official seal.

Jill M. Devita
Notary



My commission expires 11/20/03