JEFFREY A. DOWD, P.A. OOG 9643 |

COUNSELOR AND ATTORNEY AT LAW

August 23, 2001

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

Re:

Filing of Articles of Incorporation

for Jeffrey A. Dowd, P.A.

Dear Sir/Madam:

Enclosed please find two copies of Articles of Incorporation for the above-named company along with check number 2160 in the amount of \$70.00, for the required filing fees. Please accept these articles for filing and return a time stamped copy of the articles in the pre-addressed stamped envelope enclosed.

Thank you for your time and assistance.

Jeffrey A. Dowd Attorney at Law

Encl.

WOI-21119



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

September 11, 2001

JEFFREY A. DOWD P.O. BOX 6190 BRANDON, FL 33508-6190

SUBJECT: JEFFREY A. DOWD, P.A. Ref. Number: W01000021119

We have received your document for JEFFREY A. DOWD, P.A. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 245-6878.

Alan Crum Document Specialist New Filing Section

Letter Number: 601A00051084

ARTICLES OF INCORPORATION FOR

JEFFREY A. DOWD, P.A.

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The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a professional association pursuant to Chapter 621 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the professional association shall be Jeffrey A. Dowd, P.A., (hereinafter, "Professional Association").

ARTICLE 2 - PURPOSE OF CORPORATION

The Professional Association shall engage in the practice of law and any other collateral activities incidental to the practice of law.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Professional Association shall be 2512 Clareside Drive, Valrico, Florida 33594 and the mailing address shall be Post Office Box 6190, Brandon, Florida 33508-6190.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Professional Association is Jeffrey A. Dowd whose address shall be the same as the principal office of the Professional Association.

ARTICLE 5 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 6 - POWERS OF CORPORATION

The Professional Association shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

JEFFREY A. DOWD, P.A.

ARTICLE 7 - TERM OF EXISTENCE

This Professional Association shall have perpetual existence.

ARTICLE 8 - BYLAWS

The Board of Director(s) of the Professional Association shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Professional Association, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 9 - CORPORATE CAPITALIZATION

The initial number of shares authorized to be issued by the Professional Association shall be **ONE THOUSAND** (1,000) shares of common stock, each share having the par value of **ONE CENT** (\$0.01).

ARTICLE 10 - ISSUANCE OF ADDITIONAL SHARES AND PREEMPTIVE RIGHTS

The Board of Director(s) of the Professional Association may authorize the issuance of additional shares for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Professional Association.

The Board of Director(s) of the Professional Association may, by Amendment or by Restatement of the Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

Shareholders shall not have any preemptive rights to subscribe to or purchase any additional shares of any class, except that the Board of Director(s) may, in authorizing the issuance of additional shares may confer preemptive rights to all shareholders that the Board of Director(s) may deem advisable in connection with such issuance.

ARTICLE 11 - OFFICERS

The initial officers of the Professional Association shall be as follows:

President:

Jeffrey A. Dowd

JEFFREY A. DOWD, P.A.

Secretary:

Jeffrey A. Dowd

Treasurer:

Jeffrey A. Dowd

whose address shall be the same as the principal office of the Professional Association.

ARTICLE 12 - DIRECTOR(S)

The initial Director(s) of the Professional Association shall be:

Jeffrey A. Dowd

whose address shall be the same as the principal office of the Professional Association.

ARTICLE 13 - AMENDMENT

The Professional Association reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

ARTICLE 14 - INDEMNIFICATION

The Professional Association, upon a majority vote of the directors and shareholders, may indemnify a director, officer, employee or agent of the Professional Association against any and all suits, claims, or judgments, including attorney fees and costs, to the fullest extent permitted by law.

ARTICLE 15 - REGISTERED OFFICE AND REGISTERED AGENT

The initial registered agent for the corporation shall be Jeffrey A. Dowd whose address shall be the same as the registered office of the Professional Association, which shall be located at 2512 Clareside Drive, Valrico, Florida 33594.

JEFFREY A. DOWD, P.A.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 23 August 2001.

Jeffrey A. Dowd, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Jeffrey A. Dowd, having a business office identical with the registered office of the Professional Association named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Jeffrey A. Dowd

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JEFFREY A. DOWD, P.A.