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CR2E031(7/97)

ARTICLES OF INCORPORATION

OF

LAW FIRM OF RON SMITH, P.A.

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation and under the laws of the State of Florida as follows:

ARTICLE I

The name of this corporation is LAW FIRM OF RON SMITH, P.A.

ARTICLE II

Term of Existence

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business. The exact nature and purpose of business to be transacted is to engage in every aspect in the practice of law in all courts and tribunals and practices in the legal profession. To do everything necessary and proper in accomplishing the practice of law and to do anything incidental thereto which is not forbidden under the laws of State of Florida.

ARTICLE IV

The corporation shall have the power:

- a. To have perpetual succession by it's corporate name.
- b. To sue and be sued, complain and defend in it's corporate name in all actions or proceedings.
 - c. To have a corporate seal, which may be altered at

pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed or in any other manner reproduced.

- d. To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real and personal property or any interest therein, wherever situated.
- e. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of it's property and assets.
- f. To lend money to and use it's credit to assist it's officers and employees to the full extent permitted by law.
- g. To purchase, take, receive, subscribe for, or otherwise acquire, own hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district or municipality or of any instrumentality thereof.
- h. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue it's notes, bond and other obligations, and secure any of it's obligations by mortgage or pledge of all or any of it's property, franchises and income.
 - i. To lend money for it's corporate purposes, invest and

reinvest it's funds, tan take and hold real and personal property as security for the payment of funds so loaned or invested.

- j. To conduct it's business, carry on it's operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida.
- k. To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.
- l. To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this State, for the administration and regulation of the affairs of the corporation.
- ${\tt m.}$ To make donations for the public welfare or for charitable, scientific or educational purposes.
- n. To transact any lawful business which the board of directors shall find will be in aid of governmental policy.
- o. To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of it's directors, officers and employees and for any or all of the directors, officers and employees of it's subsidiaries.
- p. To provide insurance for it's benefit on the life of any of it's directors, officers or employees, or on the life of any shareholder for the purpose of acquiring at his or her death, shares of it's stock owned by the shareholder or by the spouse or children of the shareholder.

q. To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust or other enterprise.

r. To have and exercise all powers necessary or convenient to effect it's purposes.

ARTICLE V

Capital Stock

This corporation is authorized to issue 100_shares of \$1.00 per value common stock, which shall be designated Common Shares.

ARTICLE VI

Special Provision

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation may file in the future as a Subchapter S corporation.

ARTICLE VII

Initial Place of Business

The street address of initial office of this corporation is: 5332-Trouble Creek Road, New Port Richey, Fla. 34652.

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 5332 Trouble Creek Road, New Port Richey, Florida 34652, and the name of it's initial registered agent at such address is: RON SMITH, ESQUIRE.

ARTICLE VIII

Initial Board of Directors

This corporation shall have one (1) Director initially. number of Directors may be increased from time to time by an amendment of the bylaws of the corporation in the manner provided by law. name and address of the initial Director of this corporation is Ron Smith, Esquire, whose address is: 5332-Trouble Creek Road, New Port Richey, Fla. 34652.

ARTICLE IX

Incorporators

The name and address of the Incorporator signing these Articles of Incorporation is Ron Smith, Esquire, whose address is: 5332-Trouble Creek Road, New Port Richey, Fla. 34652.

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this First day of November, 2001.

> Esquire Ron Smith)

Incorporation

STATE OF FLORIDA COUNTY OF PASCO

BEFORE ME, a Notary Public, personally appeared the above named RON SMITH, ESQUIRE and who executed the foregoing Articles of Incorporation as his voluntary act and deed, and that the facts set forth therein are true and correct.

Sworn to and subscribed before me this _____ day of November, 2001.

Nagel E. Hages NOTARY PUBLIC

Majel E Hayes :

**My Commission CC802060

Expires January 13, 2003

(SEAL)

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within corporation, at the place designated herein. I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statute relative to the proper and complete performance of my duties.

RON SMITH, ESQUIRE

5332 Trouble Creek Road

New Port Richey, Flarida 34652

(727) 849-8954

Dated this First day of November, 2001.