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**NEILSON AND ASSOCIATES  
ATTORNEYS AT LAW**

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FIRM ADMINISTRATOR  
JENEANE M. WARNER

REPLY TO ORLANDO

December 27, 2001

**Via Overnight Mail**

Department of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Florida 32399

200004742492--2  
-12/28/01--01038--006  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

**Re: Articles of Incorporation for Neilson and Associates, P.A.**

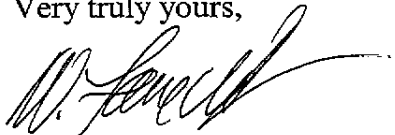
Dear Sir/Madam:

Enclosed are Articles of Incorporation for:

1. Neilson and Associates, P.A.

We also enclose a check made payable to the Florida Department of State, in the amount of \$87.50. This amount is for filing fee, certificate of status and a certified copy. Please advise if you have any further question regarding this document. Thank you.

Very truly yours,



W. Lane Neilson

WLN/wm  
Enclosures

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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**ARTICLES OF INCORPORATION**  
**OF**  
**NEILSON AND ASSOCIATES, P.A.**

The undersigned, being of legal age and desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Florida Business Corporation Act, Chapter 607, *Florida Statutes* and the Professional Service Corporation and Limited Liability Company Act, Chapter 621, *Florida Statutes* (such Acts, as amended from time to time, are hereinafter jointly referred to as the "Acts"), executes the following Articles of Incorporation.

**ARTICLE I**

**Name**

The name of the Corporation is **Neilson and Associates, P.A.**

**ARTICLE II**

**Principal Place of Business and Mailing Address of Corporation**

The principal place of business and the mailing address of the Corporation shall be 1332 West Colonial Drive, Orlando, Florida, 32804.

**ARTICLE III**

**Purpose and General Powers**

The specific purpose of Neilson and Associates, P.A. will be to conduct the business of Attorneys at Law. This Corporation shall have all the powers enumerated in the Acts and all such other powers as are not specifically prohibited to Professional Associations under the laws of the State of Florida.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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## ARTICLE IV

### Number and Class of Shares Authorized; Par Value

The maximum number of shares this Corporation is authorized to issue is one hundred (100), par value of \$0.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

## ARTICLE V

### Initial Board of Directors

The initial Board of Directors of the Corporation shall consist of one director. The name and street address of the director of this Corporation is:

W. Lane Neilson  
1332 West Colonial Drive  
Orlando, Florida 32804

The number of Directors of this Corporation shall be the number from time to time fixed by the Shareholders, or by the Directors, in accordance with the terms and conditions of the Bylaws, but at no time shall said number be less than one.

## ARTICLE VI

### Initial Registered Office and Agent

The initial registered office of this Corporation shall be located at:

1332 West Colonial Drive  
Orlando, Florida 32804

and the initial registered agent of the Corporation at that address shall be W. Lane Neilson.

The Corporation may change its registered office or its registered agent by either filing under 607.0502(1), *Florida Statutes*, or making the change on the Corporation's annual report to the Florida Department of State, without any additional fee, under 607.0502(4), *Florida Statutes*, noting that all successor agents must provide the Florida

Department of State with written consent to their appointment. The Corporation may change the business address of its registered agent after notification to the Corporation and by filing a statement of change of the registered office with the Florida Department of State under 607.0502(2),(3), *Florida Statutes*.

## **ARTICLE VII**

### **Incorporator**

The name and street address of the person signing these Articles of Incorporation as Incorporator is:

W. Lane Neilson  
1332 West Colonial Drive  
Orlando, Florida 32804

## **ARTICLE VII**

### **Commencement of Corporate Existence**

The Corporation shall commence its existence on Thursday, December 28, 2001 under 607.0203(1), *Florida Statutes* and shall have perpetual duration unless sooner dissolved according to law.

## **ARTICLE VIII**

### **Bylaws**

The power to adopt, alter, amend, or repeal the bylaws shall be vested in the Board of Directors.

## **ARTICLE IX**

### **Amendment**

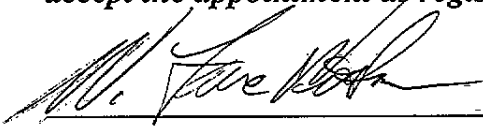
The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. The Corporation may amend its Articles of Incorporation by filing Articles of Amendment to Articles of Incorporation with the Florida Department of State in compliance with 607.1006, *Florida Statutes*.

## ARTICLE X

### Headings and Captions

The headings and captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

*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.*

  
W. Lane Neilson, Registered Agent      12/27/01  
Date

  
W. Lane Neilson, Incorporator      12/27/01  
Date

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