

PO2000019086

de la PARTE & GILBERT  
PROFESSIONAL ASSOCIATION  
ATTORNEYS AT LAW

VIVIAN ARENAS  
DAVID M. CALDEVILLA\*  
RONALD A. CRISTALDI  
EDWARD P. de la PARTE, JR.  
L. DAVID de la PARTE  
DAVID D. DICKEY  
CHARLES R. FLETCHER  
RICHARD A. GILBERT†\*  
PATRICK J. McNAMARA  
MICHAEL J. STANTON

\* BOARD CERTIFIED APPELLATE LAWYER

\* BOARD CERTIFIED IN BUSINESS LITIGATION LAW

† BOARD CERTIFIED CIVIL TRIAL LAWYER

February 14, 2002

101 E. KENNEDY BLVD.  
SUITE 3400  
POST OFFICE BOX 2350  
TAMPA, FLORIDA 33601-2350  
(813) 229-2775  
FACSIMILE (813) 229-2712

FOUNDER  
LOUIS A. de la PARTE, JR.

VIA FEDERAL EXPRESS AIRBILL No. 8185 3043 3529

Secretary of State  
Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

300004931953--3  
-02/15/02--01074--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Law Offices & Associates of Tampa, P.A.  
Articles of Incorporation

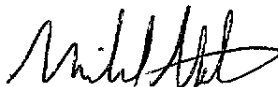
Dear Sir or Madam:

Enclosed for filing are the original Articles of Incorporation for Law Offices & Associates of Tampa, P.A., along with de la Parte & Gilbert, P.A.'s Check Number 18181 in the amount of \$70.00 as payment for the filing fee.

Thank you for your time and cooperation. Please do not hesitate to call me if you have any questions.

Sincerely,

de la PARTE & GILBERT, P.A.



Michael J. Stanton

MJS/lcs  
Enclosures

140627/21033-001

FILED  
02 FEB 15 AM 10:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

D. WHITE FEB 20 2002  
6

**ARTICLES OF INCORPORATION**  
**OF**  
**LAW OFFICES & ASSOCIATES OF TAMPA, P.A.**

FILED  
02 FEB 15 AM 10:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of incorporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of this professional service corporation shall be Law Offices & Associates of Tampa, P.A.

**ARTICLE II**

**TERM OF EXISTENCE**

The duration of this professional service corporation shall be perpetual until dissolved according to law.

**ARTICLE III**

**CORPORATE PURPOSES**

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

#### **ARTICLE IV**

##### **CAPITAL STRUCTURE**

The maximum number of shares of stock that this professional service corporation is authorized to issue at any one time is 1,000 shares of common stock, having a par value of \$0.01 per share. 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. None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice law.

#### **ARTICLE V**

##### **INITIAL REGISTERED AGENT**

The initial registered agent of this Corporation shall be: L. David de la Parte. The street address of the initial registered agent of this Corporation shall be: 101 East Kennedy Boulevard, Suite 3400, Tampa, Florida 33602.

#### **ARTICLE VI**

##### **PRINCIPAL OFFICE**

The street and mailing address of the initial principal office of this Corporation shall be: 101 East Kennedy Boulevard, Suite 3400, Tampa, Florida 33602.

#### **ARTICLE VII**

##### **BOARD OF DIRECTORS**

There shall be a Board of Directors for this Corporation which shall consist of not less than two (2) directors. Except for the number constituting the initial Board of Directors, the appointment of directors shall be decided by majority vote of the shareholders.

**ARTICLE VIII**

**VOTING**

The method of voting on corporate matters shall be as set forth in the Bylaws.

**ARTICLE IX**

**INCORPORATOR**

The name and street address of the incorporator is:

L. David de la Parte  
de la Parte & Gilbert, P.A.  
101 East Kennedy Boulevard, Suite 3400  
Tampa, Florida 33602

**ARTICLE X**

**BYLAWS**

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

**ARTICLE XI**

**INDEMNIFICATION**

The Corporation may indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XII**

**AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation or any provision herein may be amended, changed or repealed at any time by a resolution, adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to these Articles of

Incorporation so made must be approved by a majority vote of the Shareholders of the Corporation.

IN WITNESS WHEREOF, the incorporator executed these Articles of Incorporation this

14<sup>th</sup> day of February 2002.

  
\_\_\_\_\_  
INCORPORATOR

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of February 2002, by L. David de la Parte, who is personally known to me or who has produced \_\_\_\_\_ as identification.

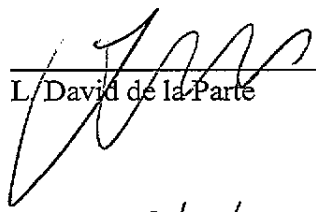


Amy C. Catchpole  
Print, Type or  
Stamp Name: Amy C. Catchpole  
Notary Public, State of Florida

Serial No., if any: \_\_\_\_\_

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

  
\_\_\_\_\_  
L. David de la Parte

2/14/02  
\_\_\_\_\_  
Date

140583/21033-001

FILED  
02 FEB 15 AM 10:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA