

**CORPORATE
ACCESS,
INC.**

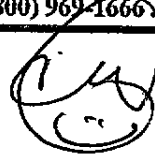
236 East 6th Avenue • Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 Fax (850) 222-1666

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Profit

1) Coleman Professional Association
(CORPORATE NAME & DOCUMENT #)

2) _____
(CORPORATE NAME & DOCUMENT #)

3) _____
(CORPORATE NAME & DOCUMENT #)

4) _____
(CORPORATE NAME & DOCUMENT #)

5) _____
(CORPORATE NAME & DOCUMENT #)

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2002 MAY -1 PM 1:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SPECIAL INSTRUCTIONS

02 APR 29 AM 10:15
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5/1/02



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

2002 MAY -1 PM 1:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 29, 2002

CORPORATE ACCESS INC.
236 EAST 6TH AVENUE
TALLAHASSEE, FL 32303

SUBJECT: COLEMAN PROFESSIONAL ASSOCIATION
Ref. Number: W02000012191

Corrected
5/1/02
(initials)

We have received your document for COLEMAN PROFESSIONAL ASSOCIATION and your check(s) totaling \$96.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 702A00026131

RECEIVED
02 MAY -1 AM 10:07
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
COLEMAN PROFESSIONAL FIRM, P.A.

FILED
2002 MAY -1 PM 1:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a professional service corporation for profit in accordance with Chapter 621 of the Florida Statutes.

ARTICLE I

Name

The name of this corporation shall be:

Coleman Professional Firm, P.A.

The principal office and mailing address of this corporation shall be Suite 108, 5420 Bay Center Drive, Tampa, Florida 33609.

ARTICLE II

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE III

Purposes

The corporation may engage in the rendering of professional legal services and in activities necessary thereto as permitted by Chapter 621 of the statutes of the State of Florida.

ARTICLE IV

General Powers

The corporation shall have power:

- (a) To sue and be sued, complain, and defend in its corporate name.
- (b) To have a corporate seal, which may be altered at will and to use it or a facsimile of it, by impressing or affixing it or in any other manner reproducing it.
- (c) Subject to the limitations set forth in Chapter 621 of the Florida Statutes, to purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal

property or any legal or equitable interest in property wherever located, to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property, to make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations and secure any of its obligations by mortgage or pledge of any of its property, to conduct its business, locate offices, and exercise the powers granted by law.

(d) To elect directors and appoint officers, employees, and agents of the corporation and define their duties, fix their compensation.

(e) To make and amend bylaws, not inconsistent with its Articles of Incorporation or with the laws of the State of Florida, for managing the business and regulating the affairs of the corporation.

ARTICLE V

Capital Stock

The total number of shares of capital stock authorized to be issued by the corporation shall be 1000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. The Board of Directors may authorize shares to be issued for consideration consisting of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation. Before the corporation issues shares, the Board of Directors shall determine that the consideration received or to be received for shares to be issued is adequate. All stock when issued shall be paid for and shall be nonassessable.

ARTICLE VI

Registered Office and Registered Agent

The street address of the corporation's initial registered office is Suite 108, 5420 Bay Center Drive, Tampa, Florida 33609, and the name of the corporation's initial registered agent at such address is F. W. Coleman. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

ARTICLE VII
Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be one (1), and the name and address of the person who is to serve as the sole member thereof is as follows:

<u>Name</u>	<u>Address</u>
F. W. Coleman	Suite 108, 5420 Bay Center Drive, Tampa, Florida 33609

ARTICLE VIII
Incorporators


The name and address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
F. W. Coleman	Suite 108, 5420 Bay Center Drive, Tampa, Florida 33609

ARTICLE IX
Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF the undersigned has executed these Articles for the uses and purposes therein stated.



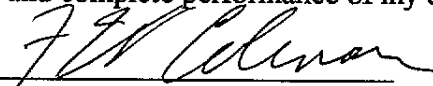
F. W. Coleman, Incorporator
Date: April 29, 2002

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Coleman Professional Firm, P.A. has named F. W. Coleman located at Suite 108, 5420 Bay Center Drive, Tampa, Florida 33609 as its agent to accept service of process within Florida.

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.


F. W. Coleman, Registered Agent
Date: April 29, 2002

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