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*****78.75 *****78.75

May 22, 2002

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: ARTICLES OF INCORPORATION

To Whom It May Concern:

Enclosed please find signed copy of Articles Of Incorporation.

Also, I have enclosed check No.2212 in the amount of \$78.75 which represents the filing fee of \$70.00 and a certified copy for \$8.75.

Thank you for your prompt attention to this matter.

Very truly yours,

Thomas P. Schmitt
pd

THOMAS P. SCHMITT
TPS:pl

Encls.

THOMAS PAUL SCHMITT, ESQUIRE
2255 GLADES ROAD, SUITE 234W
BOCA RATON, FL 33431
(561) 995-9350

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 28 PM 2:49

FILED

EFFECTIVE DATE
05-22-02

6/1/02

ARTICLES OF INCORPORATION

OF

THOMAS PAUL SCHMITT, P.A.

FILED
02 MAY 28 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I,

The name of this Corporation is:

THOMAS PAUL SCHMITT, P.A.

ARTICLE II,

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgement of these Articles of Incorporation.

ARTICLE III,

EFFECTIVE DATE

05-22-02

This Corporation may engage in the practice of law or any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V,

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation, the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI,
VOTING RIGHTS:

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Prepared By:

THOMAS PAUL SCHMITT, ESQUIRE
2255 GLADES ROAD, SUITE 234W
BOCA RATON, FL 33431
(561) 995-9350

ARTICLE VII,
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII,

The street address of the initial registered office of this Corporation is: **2255 Glades Road, Suite 234W, Boca Raton, Florida 33431**, and the name of the initial registered agent of this Corporation at that address is: **Thomas Paul Schmitt, Esquire**, and the principal place of business of the corporation is **2255 Glades Road, Suite 234W, Boca Raton, Florida 33431**.

ARTICLE IX,

This Corporation shall have one (1) Directors initially. The number of Directors may be either increased or dismissed from time to time by the By-Laws but shall never be less than one (1). The names and address of the initial Director(s) of this Corporation are:

THOMAS PAUL SCHMITT, ESQUIRE
2255 GLADES ROAD, SUITE 234W
BOCA RATON, FLORIDA 33431

ARTICLE X,

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 22nd day of May, 2002.

THOMAS PAUL SCHMITT, P.A.

By: Thomas Paul Schmitt
THOMAS PAUL SCHMITT

STATE OF FLORIDA)
)SS
COUNTY OF PALM BEACH)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgements, personally appeared THOMAS PAUL SCHMITT, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person, i.e., Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 22nd day of May, 2002, in the County and State aforesaid.

(PHYLLIS LEVINE) Phyllis Levine
PRINT NAME:
NOTARY PUBLIC, STATE OF FLORIDA

STATE OF FLORIDA)
)SS
COUNTY OF PALM BEACH)



Phyllis Levine
My Commission CC988916
Expires December 10, 2004

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgements, personally appeared THOMAS PAUL SCHMITT, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person, i.e., Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 22nd day of May, 2002, in the County and State aforesaid.

Phyllis Levine
PRINT NAME: PHYLLIS LEVINE



Phyllis Levine
My Commission CC988916
Expires December 10, 2004

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

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED
IN COMPLIANCE WITH SAID ACT:

FIRST THAT **THOMAS PAUL SCHMITT, P.A., A PROFESSIONAL ASSOCIATION**, DESIRING
TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT **2255 GLADES ROAD,
SUITE 234W, BOCA RATON, FLORIDA 33431** HAS NAMED **THOMAS PAUL SCHMITT**
LOCATED AT **2255 GLADES ROAD, SUITE 234W, BOCA RATON, FLORIDA 33431**, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

THOMAS PAUL SCHMITT, P.A.

By: Thomas Paul Schmitt

THOMAS P. SCHMITT

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 FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF
ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

Thomas Paul Schmitt
THOMAS PAUL SCHMITT

FILED
02 MAY 28 PM 1:09
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA