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02 JUN -3 PM 2:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

May 30, 2002

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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

Re: Richard B. Wingate, P.A.

Dear Sir or Madam:

Enclosed for filing with respect to the above-referenced matter, please find the original Articles of Incorporation of Richard B. Wingate, P.A., along with a check in the amount of \$78.75 representing the filing fee. Once the Articles have been filed, please forward to me a letter of acknowledgment.

If you have any questions regarding the above, please do not hesitate to contact me.

Sincerely,

SIKET & SOLIS, LLP



Richard B. Wingate

RBW/bjh
Enclosures

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**ARTICLES OF INCORPORATION
OF
RICHARD B. WINGATE, P.A.**

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**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

The undersigned subscriber(s) to these articles of incorporation, being duly licensed to practice law under the laws of the state of Florida, adopt(s) these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

**ARTICLE I
Name**

The name of the professional service corporation is Richard B. Wingate, P.A.

**ARTICLE II
Principal Office**

The principal office and mailing address of this corporation is:

1100 5TH Avenue South, Suite 310
Naples, Florida 34102

**ARTICLE III
Purpose**

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

**ARTICLE IV
Term of Existence**

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed by the Florida Department of State.

**ARTICLE V
Capital Stock**

The capital stock of the professional service corporation shall be 1000 shares of common stock without par value.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice law in the state of Florida.

ARTICLE VI
Registered Office and Agent

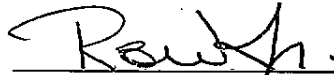
The address of the initial registered office of this professional service corporation is:

1100 5TH Avenue South, Suite 310
Naples, Florida 34102

The name of the initial registered agent at that address is:

Richard B. Wingate

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, in compliance with Sections 607.0501(3), Florida Statute, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 607, F.S.



ARTICLE VII
Board of Directors

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors is:

Richard B. Wingate
1100 5TH Avenue South, Suite 310
Naples, Florida 34102

ARTICLE VIII
Subscriber(s)

The name and address of the person signing these articles of incorporation as subscriber is:

Richard B. Wingate
1100 5TH Avenue South, Suite 310
Naples, Florida 34102


ARTICLE IX
Restraint on Alienation of Shares

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice law in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

ARTICLE X
Amendment

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

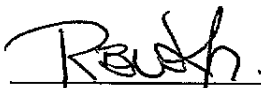
IN WITNESS WHEREOF, the undersigned subscriber(s) executed these articles of incorporation on May 30, 2002.


Richard B. Wingate

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF
INCORPORATION, 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, AND I ACCEPT THE
DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.



Richard B. Wingate, Registered Agent