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JAY B. WATSON
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JACKSONVILLE, FLORIDA 32202
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JAY B. WATSON

FAX (904) 353-7625

June 7, 2002

Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314


Re: Asbury & Watson, P.A.

700005728127--4
-06/10/02--01031--014
*****78.75 *****78.75

Dear Sir:

Enclosed please find an original and one copy of Articles of Incorporation for Asbury & Watson, P.A., along with a check in the amount of \$78.75. Please file and return a certified copy to our office.

Sincerely,


Jay B. Watson

JBW/jw

Enclosures



FILED
02 JUN 10 PM 9:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
ASBURY & WATSON, P.A.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator to these articles of incorporation, being duly licensed to practice law under the laws of the state of Florida, adopts these articles to form a corporation, effective June 7, 2002, 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:

ASBURY & WATSON, P.A.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is:

214 N. Clay Street
Jacksonville, Florida 32202

ARTICLE III PURPOSE

This professional service corporation is formed to engage in every phase and aspect of the practice of law by attorneys licensed to practice in the State of Florida and for engaging in any other activity or business permitted under the laws of the United States or this State.

ARTICLE IV TERM OF EXISTENCE

The professional service corporation shall have perpetual existence beginning June 7, 2002.

ARTICLE V CAPITAL STOCK

The number of shares of stock that this professional service corporation is authorized to have outstanding at any one time is 10,000 Shares of Common Stock having a par value of \$1.00 per share.

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 INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JAY B. WATSON
214 N. Clay Street
Jacksonville, Florida 32202

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

JAY B. WATSON
214 N. Clay Street
Jacksonville, Florida 32202

The undersigned has executed these Articles of Incorporation this 7th day of June, 2002.



JAY B. WATSON

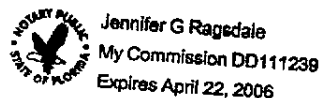
Sworn to and subscribed before me this 7th day of June, 2002 by Jay B. Watson who is personally known to me.



Notary Public, State of Florida

Seal:

Jennifer G. Ragsdale
Printed name of Notary



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, ASBURY & WATSON, P.A., desiring to be organized as a corporation under the laws of the State of Florida, hereby designates the following registered agent and registered office:

JAY B. WATSON
214 N. Clay Street
Jacksonville, Florida 32202

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Dated this 7th day of June, 2002.



JAY B. WATSON

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