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DONALD B. McKAY, ESQUIRE

5623 U. S. Hwy. 19, Suite 236
New Port Richey, Florida 34652

Telephone: (727) 848-0587

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FILED
02 JUL -8 AM 9:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

July 3, 2002

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
7-5-02

Re: DONALD B. McKAY, P.A.

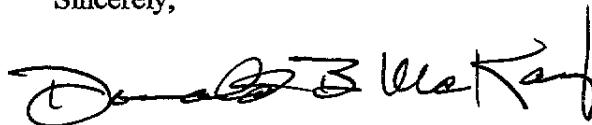
Dear Sir:

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

I attach the following:

1. Original and signed copy of Articles of Incorporation; and
2. Original and signed copy of Certificate Designating Registered Agent and Registered Office for Service of Process, and the Agent's Acceptance; and
3. My check # 2088 drawn payable to the Florida Department of State in the amount of \$78.75, representing payment of filing and certification fees. After filing, please return a signed copy of each of the foregoing instruments as a certified copy to this office.

Sincerely,


Donald B. McKay, Esquire

DBM/rb
enc

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7-10-02

EFFECTIVE DATE

7-5-02

**ARTICLES OF INCORPORATION
OF
DONALD B. McKAY, P.A.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED natural person, who is licensed in the State of Florida, to practice the profession of law, hereby adopts the following Articles of Incorporation with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation Act.

Article I: NAME

The name of the corporation is **DONALD B. McKAY, P.A.**

Article II Incorporation Date

The effective date of this company's incorporation shall be July 5, 2002.

Article III Duration

The period of the corporation's duration shall be perpetual.

Article IV Purpose

The purpose of the corporation is:

1. To engage in the practice of law as a professional law corporation and to carry on services incident thereto. The practice of law is the sole and exclusive professional service to be rendered by this corporation.
2. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.
3. The professional services rendered by this corporation shall be performed only by its officers, employees and agents, each of whom has been admitted to the bar of, and duly is authorized to practice law in the State of Florida.

Article V Capital Stock

The total number shares of capital stock which the corporation shall be authorized to issue is one thousand (1,000) shares. All such shares shall be of a single class of common stock and shall have a par value of one (\$1.00) dollar per share.

Article VI Principal Office

The address of the corporation's principal office is 5623 U. S. Hwy 19, Suite 236, New Port

Richey, Pasco County, Florida 34652. The name of the initial registered agent of the corporation located at such office is Donald B. McKay.

Article VII Corporate Powers

This corporation shall have all rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida, including but not limited to all such powers necessary and incidental to carry out the purposes of the corporation.

Article VIII Subscribers

The name and address of each person signing these Articles of Incorporation as a subscriber is

Name	Address
DONALD B. McKAY	18547 Queen Brooks Court Hudson, Florida 34667

Article IX Directors

The corporation is to be managed by a Board of Directors. The number of Directors constituting the initial Board of Directors is one (1) and the name and address of the initial director is:

Name	Address
DONALD B. McKAY	18547 Queen Brooks Court Hudson, Florida 34667

The initial director shall hold office until a successor is elected and qualified as provided by the by-laws. Thereafter the term of office of each director shall be annually or until the election and qualification of a successor. The number of directors set forth herein and constituting the initial Board of Directors shall be the authorized number of directors until such number is changed by a by-law duly adopted by the shareholders.

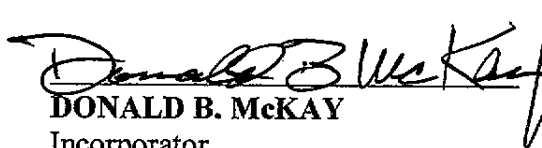
Article X By Laws

The initial director shall submit the proposed by-laws to the shareholders at a meeting to be held for that purpose not more than thirty (30) days following the issuance of the certificate of incorporation. Following the adoption of by-laws by the affirmative vote of three-fourths (75%) of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such by-laws.

Article XI Dissolution

This corporation may be dissolved at any time by (1) unanimous written consent of the shareholders; (2) or the affirmative vote of the holders of at least seventy-five (75%) percent of the authorized and issued shares of the corporation's stock entitled to vote thereon. Upon dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion of the number of shares held by him or her.

IN WITNESS WHEREOF, I, the undersigned incorporator of this corporation, have executed these Articles of Incorporation at New Port Richey, Pasco County, Florida on July 3, 2002.


DONALD B. McKAY
Incorporator

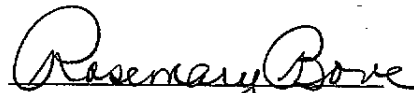
ACKNOWLEDGEMENT

STATE OF FLORIDA
COUNTY OF PASCO

This foregoing Articles of Incorporation were acknowledged before me this 3rd day of July, 2002, by DONALD B. McKAY, as Incorporator of a Corporation called DONALD B. McKAY, P.A. and said DONALD B. McKAY took an oath and is personally known to me.

(SEAL)




ROSEMARY BOVE
Notary Public

**CERTIFICATE DESIGNATING REGISTERED
AGENT AND OFFICE FOR SERVICE OF PROCESS
WITH THE STATE OF FLORIDA**

FILED
02 JUL -8 AM 9:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

This Certificate is submitted pursuant to Chapters 48 and 607, Florida Statutes.

1. **DONALD B. McKAY, P.A.**, being a corporation duly organized under the laws of the State of Florida, hereby designates **DONALD B. McKAY** as Registered Agent for said corporation for service of process with the State of Florida.

2. In addition, the aforesaid corporation hereby designates 5623 U. S. Hwy 19, Suite 236, New Port Richey, Florida 34652, as the street address of the Registered Office of the corporation.

July 3rd, 20021

DONALD B. McKAY, P.A.

By: Donald B. McKay
DONALD B. McKAY
Incorporator

ACCEPTANCE

The undersigned, having been designated as Registered Agent to accept service of process for the above-named corporation, within the State of Florida, at the place designated in this Certificate, hereby accepts such designation; and further hereby acknowledges that he is familiar with and accepts the obligations established by Section 607.0505, Florida Statutes, a copy of which has been received by the undersigned this date.

July 3rd, 2002.

Donald B. McKay
DONALD B. McKAY
Registered Agent