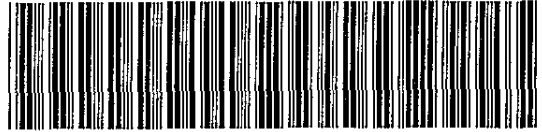


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- Tim McFarland
326 Reid Ave.
Port St. Joe, FL
32456



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ARTICLES OF INCORPORATION
OF
TIM McFARLAND, P.A.

The undersigned subscriber 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 under the Professional Service Corporation Act and other laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation is TIM McFARLAND, P.A.

ARTICLE II -PURPOSE

This 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, notes, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE III - CAPITAL STOCK

The capital stock of this Professional Service Corporation is shall be one-hundred (100) shares of common stock, each share having a par value of One Dollar (\$1.00).

None of the shares of this Professional Service Corporation may be issued to anyone other than an individual duly licensed to practice law in the State of Florida.

ARTICLE IV - INITIAL BUSINESS OFFICE

The initial principal office of the above named Professional Service Corporation shall be in Gulf County, Florida, at the following address:

Tim McFarland, P.A.
326 Reid Avenue
Port Saint Joe, Fl. 32456

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Professional Service Corporation is 326 Reid Avenue Port Saint Joe, FL 32456, and the name of the initial registered agent at that address is: Tim McFarland

ARTICLE VI - DIRECTORS

This Professional Service Corporation shall have one (1) director initially. The Business of the corporation shall be managed by its Board of Directors

ARTICLE VIII - INCORPORATORS

The name and street address of the subscriber of these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Tim McFarland	326 Reid Avenue Port Saint Joe, FL 32456

ARTICLE X - INDEMNIFICATION OF DIRECTORS
AND OFFICERS

Each director and officer of the Corporation, whether or not then in office, shall be indemnified by the Corporation against all costs and expenses reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit, or proceedings in which he may be involved or to which he may be made a party be reason of his being or having been a director or officer of the Corporation (said expenses to include attorney's fees and the costs of reasonable settlements made with a view of curtailment of costs of litigation), except in such action, suit, or proceedings to have been derelict in the performance of his duty, as such director or officer. Such right of indemnification shall be exclusive of any other rights to which a director or officer may be entitled under any regulations, agreements, vote of stockholders, or to which he may be entitled as a matter of law, and the rights of indemnification shall inure to the benefit of the heirs, executors, and the administrators of any such director or officer.

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon subscription and acknowledgment of these Articles, except that in the event the Articles are not filed with the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof. Corporate existence shall begin when these Articles are filed with the Department of State.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to a vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII - CONSENT IN WRITING IN LIEU OF MEETING

Any action that may be taken at a meeting of the stockholders of this Corporation may be taken without a formal meeting, if consent in writing setting forth the action shall be signed by all, but not less than all, of the shareholders of the Corporation entitled to vote on the action and shall be filed by the secretary of the Corporation. This consent shall have the same effect as a unanimous vote at a shareholder's meeting. If all of the directors, severally or collectively, likewise consent in writing or writings evidencing their consent are filed with the secretary of the Corporation, the action shall be as valid as though it has been authorized at a meeting of the Board of Directors.

ARTICLE XIV - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash or issuance of any new stock of this Corporation, shall have the right to purchase or acquire his prorata share thereof at the price or upon the condition at which it is offered to others.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 27th day of December 2002.


Tim McFarland

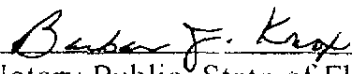
STATE OF FLORIDA
COUNTY OF GULF

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared TIM McFARLAND known to me and known to me to be the persons who executed the foregoing Articles of Incorporation, and has acknowledged before me that they subscribed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 26th day of December 2002.



Barbara J Knox
My Commission DD079082
Expires January 7, 2006


Notary Public, State of Florida
My Commission Expires:
Jan. 07, 2006

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of 607.0501 and 621.13, Florida Statutes, the undersigned Professional Service Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is: TIM McFARLAND, P.A.
2. The name and address of the registered agent and office is:

Tim McFarland
326 Reid Avenue
Port Saint Joe, FL 32456

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I HEREBY ACCEPT to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: TIM McFARLAND

Name typed

Date: 12-27-02

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TALLAHASSEE, FLORIDA

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