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SECRETARY OF STATE
TALLAHASSEE FLORIDA

KELLY & McKEE, P.A.

Attorneys at Law

1718 E. 7th Ave. - Suite 301 (33605)

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Tampa, Florida 33675-0638

MARK F. KELLY
ROBERT F. McKEE
JANET E. WISE

Phone
(813) 248-6400
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(813) 248-4020

January 15, 2003

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

RE: Michele D. Guindon, P.A.

To Whom It May Concern:

Enclosed for filing you will find the original and one copy of the Articles of Incorporation for Michele D. Guindon, P.A., the Consent of Registered Agent, and the filing fee of \$78.75. If you have any questions, please do not hesitate to contact us.

Your cooperation is appreciated.

Sincerely,



Barbara D. Jarnagin

/bdj

Enclosures

**ARTICLES OF INCORPORATION
OF
MICHELE D. GUINDON, P.A.**

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ARTICLE I

The name of this corporation shall be MICHELE D. GUINDON, P.A., and its principal office shall be Post Office Box 7175, St. Petersburg, Florida 33734-7157.

ARTICLE II

This corporation shall have perpetual existence, which shall commence at the time of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III

The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes. The corporation shall also have all other powers provided in the statutes of the State of Florida.

ARTICLE IV

The corporation is authorized to issue 500 shares of common stock of a par value of \$1.00 per share.

ARTICLE V

The initial registered agent for this corporation is Elizabeth McKee, and the initial registered office is located at 1718 E. 7th Avenue, Suite 301, Tampa, Florida 33605

ARTICLE VI

The amount of capital with which this corporation shall begin business shall be not less than \$500.

ARTICLE VII

The number of Directors constituting the initial Board of Directors shall be one (1). The number of Directors may be increased from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VIII

The names and street addresses of each member of the initial Board of Directors is:

Michele D. Guindon
P.O. Box 7175
St. Petersburg, FL 33734-7157

ARTICLE IX

The name and street addresses of each of the initial officers of the corporation are as follows:

Michele D. Guindon, President
P.O. Box 7175
St. Petersburg, FL 33734-7157

ARTICLE X

Subject to the provisions of the Florida Statutes, stockholders' meetings may be held at any place designated by the Directors.

ARTICLE XI

The following additional provisions are inserted for the conduct of the affairs of the corporation:

(a) The corporation may incur any indebtedness in any amount that is in the best interest of the corporation.

(b) The Board of Directors of the corporation is hereby authorized and empowered, from time to time, at its discretion, to:

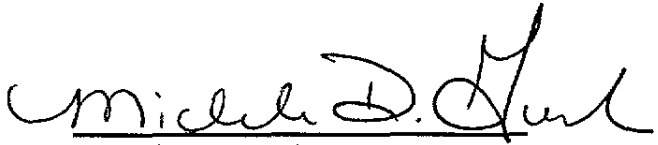
(i) make and amend By-Laws of the corporation;

(ii) establish such reserves as the Board may deem necessary and in the best interests of the corporation and to set such funds aside for the purpose of the reserve.

The undersigned, constituting all of the original subscribers for the shares of stock of this corporation, and for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, do hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated herein are true and each does agree to take the shares of stock hereinabove authorized in the following amounts:

Michele D. Guindon 500

The undersigned original subscriber has executed these Articles of Incorporation for the purposes herein expressed.



Michele D. Guindon
P.O. Box 7175
St. Petersburg, FL 33734-7157
(813) 814-0572

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

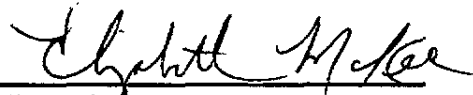
SWORN TO AND SUBSCRIBED before me by
Michele D. Guindon, to me personally known,
on this 15th day of January, 2003.


NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:

Barbara D. Jarnagin
Commission # CC 973116
Expires Nov. 23, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

CONSENT OF REGISTERED AGENT


HAVING BEEN NAMED as Registered Agent for Michele D. Guindon, P.A., at the office designated in the foregoing Articles of Incorporation, the undersigned hereby accepts the designation.



Elizabeth McKee
1718 E. 7th Ave., Suite 301
Tampa, FL 33605
(813) 247-7177

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

SWORN TO AND SUBSCRIBED before me by
Elizabeth McKee, to me personally known, on this
15th day of January 2003.


NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires: _____



Barbara D. Jarnagin
Commission # CC973116
Expires Nov. 23, 2004
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