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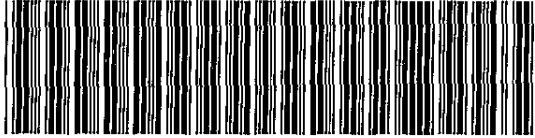
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03 JUL -2 AM 11:43
TALLAHASSEE, FLORIDA
STATE
CORPORATION

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03 JUL -2 AM 3:29
TALLAHASSEE, FLORIDA
STATE

CB 7-23

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Code Law Firm, P.A.

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
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Name _____

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Date

10:14
Time

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ARTICLES OF INCORPORATION

OF

COLE LAW FIRM, P.A.

FILED

03 JUL -2 AM 3:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract and legally authorized to practice law in the State of Florida, hereby proceeds to form a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following Articles of Incorporation for the Corporation:

ARTICLE I

Name

- 1.1 The name of the Corporation is COLE LAW FIRM, P.A.

ARTICLE II

Duration

- 2.1 This Corporation shall have perpetual existence commencing in the date of filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III

Purpose

- 3.1 To engage in the practice of law as a professional service corporation and to provide services incident thereto.
- 3.2 To own property, to enter contracts and carry on any activity necessary or incidental to the accomplishment or furtherance of the purpose of this Corporation.
- 3.3 The services of this Corporation which consist of the practice of law shall be carried out only through officers, employees and agents who are active members of the legal profession in good standing and licensed in the State of Florida to engage in the practice of law.
- 3.4 To do everything necessary, proper or convenient for the accomplishment of the purpose herein set forth, and to every other act incidental thereto which is not forbidden by the laws of the State of Florida, by the Rules of the Florida Bar or by the provisions of these Articles of Incorporation.

ARTICLE IV

Capital Stock

- 4.1 The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 7500 shares having a value of \$1.00 per share. Such shares shall be of a single class of common stock. None of the shares of the Corporation may be issued to anyone other than individual who are active members of the legal profession in good standing.

ARTICLE V

Initial Registered Office and Agent and Principal Office and Mailing Address

- 5.1 The street address of the initial registered office and the principal mailing address of this Corporation is 1370 Pinehurst Road, Dunedin, Florida 34698, and the name of the initial registered agent is Edward B. Cole, 1370 Pinehurst Road, Dunedin, Florida 34698.
- 5.2 The initial principal office of this Corporation is located at 1370 Pinehurst Road, Dunedin, Florida 34698, and the Corporation's initial mailing address is 1370 Pinehurst Road, Dunedin, Florida 34698.

ARTICLE VI

Directors

- 6.1 This Corporation shall be managed by a Board of Directors of at least one (1) Director. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice law. The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors is as follows:

Edward B. Cole
1370 Pinehurst Road
Dunedin, Florida 34698

ARTICLE VII

Incorporators

- 7.1 The name and address of the subscriber, who is the incorporator of this Corporation, who is licensed in the State of Florida to engage in the practice of law is:

Edward B. Cole
1370 Pinehurst Road
Dunedin, Florida 34698

ARTICLE VIII

Restraint on Alienation

- 8.1 No shareholder may sell or transfer his or her shares in the Corporation except to another individual who is eligible to be a shareholder in the Corporation under Florida law.

ARTICLE IX

Disqualifications

- 9.1 If any officer, shareholder, agent or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Corporation shall require him or her to comply with the Florida Professional Service Act by severing all employment with and financial interest in the Corporation.

ARTICLE X

Amendments

- 10.1 This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on June 30th, 2003.



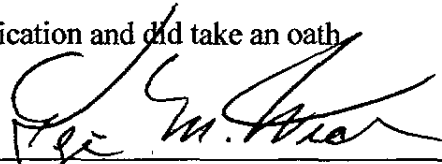
EDWARD B. COLE
Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 30th day of June, 2003, by EDWARD B. COLE, who is personally known to me or provided

FLDL C400-220-68-404-0

as identification and did take an oath



Notary Public

Commission No.



(Name of Notary Public typed, printed or stamped)

CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for COLE LAW FIRM, P.A., at the registered office designated in the Articles of Incorporation, the undersigned states that he is familiar with the responsibilities of a registered agent, and accepts the designation of Registered Agent.

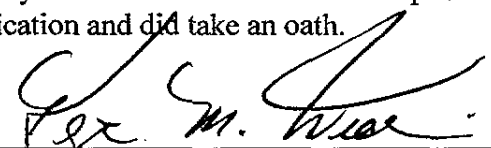


EDWARD B. COLE

Registered Agent

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 30th day of June, 2003, by EDWARD B. COLE, who is personally known to me or provided FLDL C400-220-68-404-0 as identification and did take an oath.



Notary Public

Commission No.



(Name of Notary Public typed, printed or stamped)