

P03000085905

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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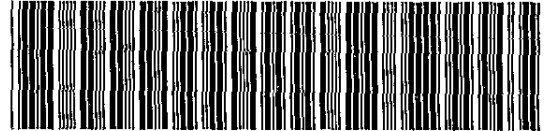
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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✓

STEEL HECTOR & DAVIS LLP

Requestor's Name

215 S. MONROE ST. SUITE 601

Address

TALLAHASSEE 32301 222.2300

City/State/Zip

Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. R. MICHAEL UNDERWOOD, P.A.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

IF YOU HAVE ANY QUESTIONS PLEASE
CONTACT ELIZABETH GLEATON AT
222.2300.

THANK YOU.

Examiner's Initials

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
R. MICHAEL UNDERWOOD, P. A.

The undersigned, desiring to form a Florida Corporation under the Professional Services Corporation Act, hereby adopts the following Articles of Incorporation.

Article I
Name

The name of the corporation is R. MICHAEL UNDERWOOD, P. A. (the "Corporation").

Article II
Principal Place of Business

The initial principal place of business of the Corporation is 215 South Monroe Street, Suite 601, Tallahassee, Florida 32301-1804.

Article III
Commencement of Existence

The existence of the Corporation will commence on the date of the filing of these Articles of Incorporation.

Article IV
Purpose

This Corporation is formed for the purpose of engaging in the practice of law and all related services and in all businesses incidental thereto, as well as in any activity or business permitted under the laws of the Florida Service Corporation Act.

Article V
Authorized Shares

The maximum number of shares that the Corporation is authorized to have outstanding at any time is One Thousand (1,000) Shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the

Corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

Article VI
Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 215 South Monroe Street, Suite 601, Tallahassee, Florida 32301-1804, and the name of the Corporation's initial Registered Agent at that address is R. Michael Underwood.

Article VII
Initial Board of Directors

The Corporation shall have one Director initially. The number of directors may be increased or decreased from time to time as provided in the Bylaws, but shall never be less than one. The name and street address of the initial director is:

R. Michael Underwood
215 South Monroe Street, Suite 601
Tallahassee, Florida 32301-1804

Article VIII
Incorporator

The name and street address of the incorporator is:

R. Michael Underwood
215 South Monroe Street, Suite 601
Tallahassee, Florida 32301-1804

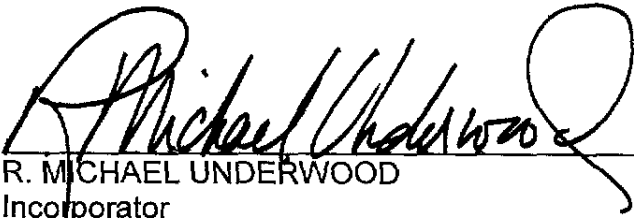
Article IX
Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaws is not subject to amendment or repeal by the Directors.

Article X
Amendments

The Corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the Corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a Shareholder's meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of August, 2003.



R. MICHAEL UNDERWOOD
Incorporator

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Having been named as Registered Agent for R. MICHAEL UNDERWOOD, P. A. in the foregoing Articles of Incorporation, I hereby agree to accept service of process of said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.


R. MICHAEL UNDERWOOD

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